



BOARD OF DIRECTORS MEETING
Wednesday – August 17, 2022 | 7:00AM
301 Walnut Street, 1st Floor Conference Room, Windsor, CO 80550
(NOTE: Meeting to be held IN PERSON only)

Minutes

Present: Dan Stauss; Brent Phinney; Dean Koehler; Heidi Washburn; Andy Higa; Grant Nisly; Paul Rennemeyer
Staff: Josh Olhava, Matt Ashby (via phone), Josh Liley and Lily Sider
Absent: none

- A. **Call to Order** **7:00AM**
B. Roll Call
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Chairman Stauss called the meeting to order at 7:00AM

- C. **Consent Agenda**
1. Review of Agenda by the Board and Addition of Items of New Business to the Agenda for Consideration by the Board
 2. Approval of Minutes from the Board of Director’s Regular Meeting – July 20, 2022

There was no discussion by the Board on the Consent Agenda items.

BP motioned; HW 2nd; the Board Unanimously approved as presented

- D. Public & Partner Agencies Invited to be Heard (*3 Minutes Per Person*)

No public present

- E. **Action Items**
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Chairman Stauss recused himself from the discussion and vote on Action Items No. 1 and 2, as the applicant on both items. Vice-Chair Phinney presided over Action Items No. 1 and 2.

1. Façade Improvement Mini Grant Application – 426 and 428 Main Street
 - Applicant: Dan Stauss
 - *Staff recommend conditional approval as detailed in the sample motion.*

Sample motion: *“I move that we conditionally approve funding not to exceed \$1,000.00 for a Façade Improvement Mini Grant for a new decorative tenant sign at 426 and 428 Main Street, pending installation of the sign and final inspection by DDA staff.”*

- The applicant, DS, presented his request for the min grant to be used for a hand-carved sign for Memory Lane Antiques at 426 and 428 Main Street. The sign is designed to withstand environmental conditions for our area and is being fabricated on the east coast.
- DS – noted he received Town approval of his sign permit, as highlighted in staff’s report.
- JO - provided additional analysis to the Board regarding the requested amount of \$1,000 being considered as the sign covers two separate buildings with the same business. The mini grant covers up to \$500 per building, per request.
- Board members did not have any concerns with the request and noted the sign will look good when installed.

DK motioned to approve as presented; GN 2nd; Motion passed 6-0

2. Façade Improvement Grant Application – 529 Main Street

- Applicant: Dan Stauss, Golden Delaney, LLC
- *Staff recommend conditional approval as detailed in the sample motion.*

Sample motion: *“I move that we conditionally approve funding not to exceed \$3,283.00 for a Façade Improvement Grant for the front, rear and side elevation façade enhancements to 529 Main Street, pending final inspection by DDA staff, with any substantial deviations from such plans requiring the review and approval of the DDA Board, and authorize the board vice-chair to execute documents in connection therewith.”*

- The applicant, DS, presented his request and why the request came in while the work was being completed due to contractor availability. He noted the grant request applies to the work completed on the façade of the building including stucco repairs, painting and stone repairs on the outdoor planter that wraps the front of the building.
- JO – summarized the staff memorandum and request confirming the details provided by the applicant
- GN – asked for the applicant to provide additional information on the specific work tasks completed.
- Applicant, DS, provided additional information noting the stucco has been damaged for a few years and the facia was damaged in past hailstorms.

The applicant, DS, recused himself from the deliberation and action to allow the Board to discuss their comments and concerns openly.

- BP – expressed concern with the request and being in the spirit of the program guidelines and requirements since some of the work was recently completed leading up to the DDA meeting. The Board should closely consider how we incorporate the planter that is attached to the building and make it clear that if approved in part is due to it being affixed to the building as a building feature.
- Board members discussed concerns about the work that was completed before the request came to the DDA, particularly that grants cannot be issued for completed work, per the Façade Improvement Program (FIP) Policy. The Board determined that any work still underway would be eligible for grant funds but work already completed was not.
- Board members also discussed concerns regarding eligible building sides. The Board determined that only three of the four sides would be allowed to qualify as facing a “public right-of-way”, according to the FIP Policy guidelines. These would be the north, south and west elevations.
- Board members asked staff for clarification on what funds remained in the FIP budget line item.
- JO – noted that the remaining FIP budget for 2022 is at \$1,398 based on already approved FIP grants, including the FIP mini-grant program.
- Staff and legal counsel provided additional information to the Board regarding the work that goes into preparing agreements and easements associated with the FIP and that the Board may want to take those efforts into account when reviewing and considering such a small amount of funding under the regular FIP guidelines versus the FIP mini-grant program.
- Board briefly discussed changing the application to a mini grant but decided against it in this case. The Board asked staff to review the guidelines and provide recommendations for updates in the future.
- Board members asked staff to work with the applicant to submit an invoice that separates the requested project from the applicant’s personal residence work (as they were combined on the invoice provided with the application). The Board asked staff to review the eligible improvements for the three eligible facades, as determined by the Board, and provide an update at the next meeting as part of the Executive Director Report.

- After discussions with staff and legal counsel, the Board entertained a revised motion.

DK motioned to conditionally approve funding not to exceed the remaining budget allocation for the 2022 Façade Improvement Program of \$1,398 for a Façade Improvement Grant for the front (north), rear (south) and west side elevation façade enhancements to 529 Main Street, excluding work that has already been completed prior to grant approval, pending final review by DDA staff of the revised invoice requested by the Board, final inspection by DDA staff, and authorize the board vice-chair to execute documents in connection therewith in accordance with the FIP policies; HW 2nd; Motion passed 6-0

DS rejoined the meeting and BP turned the meeting back over to DS as DDA Chairman

3. Budget Allocation – Increasing the Maximum Amount Payable Under the Ayers Contract from \$150,000 to \$168,698.43, using the \$18,698.43 in Main Street Open for Business Administrative Grant Funds Received by the DDA.

Sample motion: *“I move that we increase the maximum amount payable under the Master Agreement for Professional Services with Ayres Associates from \$150,000 to \$168,698.43, allocating to such purpose the \$18,698.43 received from the Main Street Open for Business Administrative Grant Fund.”*

- JO - provided an overview of the request and noted that this was discussed by the Board at prior meetings and highlighted by staff in the Executive Director’s Report.
- PR – asked for clarification on the amount and where the approximate \$18,000 comes from.
- JO – explained the Main Street Open for Business grant award and that the approximate \$18,000 is specifically allocated to administrative costs to implement and report on the grant to the State. When the DDA directed staff to pursue the grant, it was known that a certain percentage would be used to offset the additional work and time needed to implement and report on the grant. This additional work was in excess of the Ayres contract amount of \$150,000 for 2022. Staff worked to keep costs within the grant scope to avoid any impact to the contract amount.
- There was not further discussion by the Board

PR motioned to approve as presented with the additional note that this is for calendar year 2022; BP 2nd; Motion passed Unanimously

4. Consideration of a Social Media Management Agreement with MCT Marketing, for an initial three (3) month term, up to the amount of \$10,500, and authorizing the board chair (or the executive director) to approve changes to the agreement and execute the agreement.

Sample motion: *“I move that we approve the agreement with MCT Marketing for social media services up to the amount of \$10,500; authorize the board chair (or the executive director), in consultation with DDA legal counsel, to approve changes to the agreement that do not substantially alter the DDA’s rights or obligations thereunder; and authorize the board chair (or the executive director) to execute the agreement.”*

Board Member Grant Nisly (GN) left the meeting at the beginning of Action Item No. 4.

- DS – discussed the intent of the request is to manage the DDAs Facebook and Instagram pages through the remainder of this year.
- MA – this serves as a stop gap through the end of the year to provide a high level of weekly involvement based on current needs due to the downtown redevelopment efforts and

clarification to the public. Staff will work on an RFP for 2023 that will include scope and costs reflective of the DDA's needs in 2023.

- PR – wants to ensure this is a coordinated effort with Town messaging and that MCT will work with staff and the board.
- HW – provided an overview of current administrator rights and the work that has been done to clean that up.
- Board members discussed what the standard messaging should be on all accounts and the process to confirm content and responses to posts. Staff will need to stay involved answering technical questions and providing detailed background.
- MA – provided an overview of current stats from the DDA's Instagram posts since having MCT onboard.
- PR – we will want to reassess the need and level of MCT work efforts beyond this contract as the downtown redevelopment project evolves.

PR motioned to approve as presented with the board chair being authorized to execute the agreement; BP 2nd; Motion passed 6-0 (GN absent)

5. Consideration of an On-Call Marketing Agreement with SideCar PR for marketing services on an as-needed basis and authorizing the board chair (or the executive director) to approve and execute the agreement.

Sample motion: *"I move that we approve the expenditure of up to \$10,000 for marketing services to be provided by SideCar PR on an as-needed basis through December 31, 2022; authorize the board chair (or the executive director), in consultation with DDA legal counsel, to approve the form of the agreement for such services; and authorize the board chair (or the executive director) to execute the agreement."*

- MA – provided an overview of this request and that it is helpful to have someone onboard when the need arises for printed materials or other documents for public events and meetings.
- DS – highlighted a goal to use local groups when possible.
- Board members agreed with DS in using local marketing techniques and groups to help stay under the suggested expenditure.

BP motioned to approve as presented; HW 2nd; Motion passed 6-0 (GN absent)

F. **Executive Director's Report**

- JO – highlighted the report and was available for questions.

G. **Communications & News**

PR – provided an update on current Town efforts and their Strategic Plan efforts. He noted the Town will close on two lots for additional downtown parking in the coming weeks.

H. **Adjourn**

Chairman Stauss ended the meeting at 8:36AM

Final Minutes Approved September 21, 2022 by a unanimous vote of 6-0.