

Helena Business Improvement District
Board of Trustees Retreat Minutes
Tuesday, February 8th, 2022 – 10:00 a.m. – 5:00 p.m.
330 Jackson St. & Zoom

Board Members Present:	Lee Shubert, Vice-Chair; Seth Brandenberger; Mark Roylance, Ryan Stavnes, Sean Morrison; Rex Seeley, Chair	
Board Members Absent:	None (1 vacant)	
Public: In Person; Zoom	Commissioner Feaver, Commissioner Dean, Andrea Opitz - TBID	
Staff:	Micky Zurcher, Executive Director;	
<u>Agenda</u>	<u>Discussion</u>	<u>Motion/Action</u>
Welcome	Meeting was called to order at by board chair, Rex Seeley, at 10:00 a.m.	
Approve December financials		Motion by Mark to approve the December financials. Second by Ryan. Motion passes.
Governance Matters	<p>Sean arrived at 10:04 a.m.</p> <p>Succession Planning – Micky suggested additional clarification and language be added to the MOU and/or Agreement for Services between DHI and BID regarding staffing. BID’s bylaws state the executive committee is responsible in an absence of BID staff whereas the DHI bylaws state it is the executive director of the BID.</p> <p>STIP Balance – Current operations and employee handbook doesn’t specify a reserve policy for the STIP account. The trustees discussed 3 to 6 to 12 months’ worth of reserves and landed on four months. Topics included what happens when the creation is upon on us is 2029? The thought was to be sure there are enough funds to hold on to the staff person but discontinue services and work to achieve the 60% threshold for creation. Any funds left in the BID go back to the property owners if the BID is not created in the future. The policy is based on revenue not expenses. Policy reads as follows:</p> <p>The Helena Business Improvement District shall use the following guidelines to establish and manage a Reserve Account (aka STIP):</p> <ol style="list-style-type: none"> 1. The purpose of the Reserve Account is to build an asset that would be available to deal with emergency situations which may arise and/or to provide for a down payment for purchase of property. 2. The goal of the organization is to build and maintain a reserve account for the purpose of covering at least four months of annual revenue. 3. To establish the Reserve Account (Restricted), the Trustees has designated six months of total revenue of existing accumulated liquid net assets as the beginning balance of the fund. 4. After the June financial statements have been reviewed and approved, the Executive Committee shall recommend to the Trustees how much money if any should be transferred into the Reserve Account. 5. Once funds have been placed in the Reserve Account, they shall not be used without approval by a 3/4 majority of the Trustees. 	<p>Action: Micky will place succession planning on the joint board agenda in April.</p> <p>Action: Micky will add the approved STIP reserve policy to the operations handbook/manual.</p> <p>Action: Micky will research if there is a grace period if the 60% is not met by the creation sunset (January 13th, 2030).</p> <p>Motion by Ryan to approve the language as written for the STIP policy. Second by Seth. Motion passes.</p> <p>Motion by Mark to approve the language as written for the alcohol policy. Second by Sean. Motion passes.</p> <p>Action: Sean suggested finding someone who may have expertise in</p>



	<p>Internal bookkeeping:</p> <p>A Restricted STIP sub-account will be created that hosts the designated balance of six months. Funds above the six months will be considered Unrestricted and are eligible for additional program and services as they are presented to the Trustees.</p> <p>Alcohol Policy – the employee handbook and operations manual does not address alcohol use for staff and/or volunteers. Suggested language for the policy states:</p> <p>Events where DHI/HBID are responsible for serving alcohol (i.e. Alive at Five)</p> <ul style="list-style-type: none"> • Volunteer and staff member are not allowed to consume alcohol while acting as an employee / volunteer during the time of the event. • At the conclusion of their volunteer work, a volunteer may be given one (1) free beverage as a token of appreciation. • Staff may purchase alcohol when they have concluded their work and are no longer acting under the supervision of either DHI or HBID for the duration of that event and/or workday. • Any beverage served to staff or volunteers must be done during the allotted time by our event permit but only after the employee/volunteer is no longer performing any duties for DHI/HBID. • Any staff or volunteers consuming alcohol pursuant these rules are strongly encouraged to change out of any clothes identifying them as DHI/HBID staff or volunteers before doing so. <p>Events where alcohol is being served by some party other than DHI/HBID (i.e., fundraisers, art walks, etc.):</p> <ul style="list-style-type: none"> • Executive staff may consume alcohol but must do so responsibly and only if they are not going to be operating any DHI/HBID equipment (i.e. the truck) after consuming alcohol. • Inebriation at any event, including networking events, reflects poorly on DHI/HBID and will not be tolerated. Any inebriation is grounds for termination. <p>Micky stated the other updates in the handbook/manual were not specific to policy changes and requested a motion to approve the updated handbook/manual. Seth mentioned the phone policy was stated twice and Lee mentioned there needs to be clarity on definitions of person responsible. Specifically, there was concern with who is responsible for spending.</p> <p>Election of Officers – Mark nominated Rex to continue as board chair. Mark nominated Sean to serve as vice-chair.</p> <p>Assignment of Trustees – Trustees self-selected for committees and are as follows:</p> <p>Executive = Rex and Seth Streetscape = Mark, Sean, and Seth Marketing/Promotion = Ryan and Lee Ad Hoc Organizational = Lee and Sean</p>	<p>event alcohol policy to review the language.</p> <p>Action: Lee, Sean, and Micky will review the terms staff, Executive Direct, Director, etc. and have it ready for the April joint board meeting.</p> <p>Motion by Mark to elect Rex as board Chair. Second by Sean. Motion passes.</p> <p>Motion by Mark to elect Seth as board Vice-Chair. Second by Sean. Motion passes.</p>
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<p>Working Q&A lunch with Commissioners Dean and Feaver</p>	<p>Commissioner Feaver joined us at 11:30 for lunch catered by Montana Club while Commissioner Dean arrived at 12:00. Andrea joined at 12:13 p.m. Discussions during lunch included:</p> <ul style="list-style-type: none"> • Business Occupancy (Sean) • Assessment Methodology (Micky) • BID providing input during the city budget process (Dean) • Housing (Dean) • Personal issues within the City (Feaver) • Vacancy tax (Dean) • Robert Gibbs top three things for a successful downtown: (1) parking, (2) vandalism, (3) sidewalks. (Mark) The BID has addressed one and two but the third is still the missing opportunity for improvement. • Multi-Model transportation and LRTP (long range transportation plan) (Dean) • City working on getting on plans digital (Dean) • Plan in place for direction and focus (Sean) • Trackit software with the city is intended to streamline permitting process. Appreciate constructive feedback. (Dean) • TBID is supportive of BID initiatives, concern for lack of retail downtown, looking to find real solutions, Vision Helena, local inspiration (Andrea) • Parklets (Micky) <p>Lunch concluded at 1:30 – Commissioner Dean and Feaver left as did Ryan who would join us (2:04 p.m.) via zoom for the remainder of the meeting.</p> <p>Recessed for ten minutes</p>	
<p>FY22 Review</p>	<p>Micky presented a table displaying last year’s goals and objectives and reviewed with trustees. Seth suggested to keep holiday décor up until after the Winter Festival. Micky suggested lights throughout the downtown, i.e. the Ped Mall, year round. Lee suggested ferry lights.</p> <p>The MOU with the City is still in the city’s hands. Rachel indicated she wants to put it in front of the Commission on March 23 when the work plan and budget are presented. Micky stated a large portion of it is repetitive of the MCA with a few additions like legal counsel. Board suggested the MOU not be added into the work plan and budget process.</p> <p>Al and Micky will work to replace the 8 custom trash bins when they arrive, and the two additional bins will be placed near Blackfoot Brewery and the other was suggested up by the IR building once it is completed. GNTC inventory of pedestrian trash bins are saturated. Four of the old style have been sold to Rodney Street for \$200 apiece. Seth stated he would take one and maintain it behind the Union Market Building. Lee suggested another be placed further down on Jackson near the parking garage. Rex suggested one be placed in the Dominos parking lot. The last one will be kept in storage for the time being.</p>	<p>Action: Micky will work with Brow Tine Properties on installing lights year-round on the Ped Mall. Lights will need to be purchased but funding can come from the Holiday décor funding line item.</p>
<p>FY23 Work Plan & Budget</p>	<p>Micky presented the draft FY23 budget. Sean identified several discretionary funds not allocated in Marketing. Board requested clarity for line item 5125 and suggested those funds be put back into the STIP.</p> <p>Strategic goals for 2023:</p> <ol style="list-style-type: none"> 1. Sidewalk Proposal 2. Ped Mall focus – it is the jewel of the city 3. URD application for Ped Mall Master Plan 4. Vacant Property Solutions <p>Micky presented the work plan and requested approval.</p>	<p>Motion by Sean to approve the FY23 budget with line item 5125 replenishing the STIP. Mark seconds. Motion passes.</p> <p>Motion by Mark to approve the FY23</p>



	<p>Micky requested approval of the goal statement as presented in the work plan.</p> <p>The goal of the BID is to ensure the long-term preservation and vitality of the city’s economic, cultural, social, human, and natural assets. Through our programs and services, the BID works to keep the downtown a beautiful, vibrant, and safe place to work, shop, invest, explore, dine, and play.</p> <p>Micky asked for clarity on the assessment conversation top questions and asked for support during comment on March 23. Sean suggested a few board members have prepared statements for the meeting.</p>	<p>Work Plan. Second by Sean. Motion Passes.</p> <p>Motion by Seth to approve the goal statement. Second by Sean. Motion passes.</p>
Public Comment		
News & Announcements	<p>Jake Heaton resigned as a Trustee on January 31. Next Meeting is March 8th, 2022</p>	
Adjourn	Meeting adjourned at 4:03 p.m.	