

Helena Business Improvement District
 Board of Trustees Minutes
 Tuesday, September 13th, 2022 – 3:30 p.m.
 330 Jackson St. & Zoom

Board Members Present:	Rex Seeley; Seth Brandenberger; Ryan Stavnes; Mark Roylance, Alicia Pichette; Sean Morrison; Lee Shubert	
Board Members Absent:		
Public: In Person; Zoom	Sarah Hamblock, DHI; Riley Tubbs, DHI, Commissioner Dean	
Staff:	Micky Zurcher, Executive Director; Jordan Conley, DHI Operations Director	
<u>Agenda</u>	<u>Discussion</u>	<u>Motion/Action</u>
Welcome & Introductions	Meeting called to order by board chair, Rex Seeley, at 3:34 p.m.	
Public Comment	None	
Approve July financials		Motion by Lee to approve the July financials. Mark seconds. Motion passes, 7-0.
Approve July minutes		Motion by Mark to approve the July minutes. Lee seconds. Motion passes, 7-0.
Old Business a. B&C grant b. 501c3 and Helena Area Community Foundation c. Ad Hoc Assessment strategy	<p>a. Micky stated we are going on multiple months of tabling this discussion. Micky suggested an ad hoc committee to further explore options for a grant opportunity that is outside of the current scope of work. Sean suggested let the ad hoc committee put something forward and then we vote on it.</p> <p>b. Alicia believes it is premature to agree to work with HACF. Sean stated the board agrees a permanent stage is an initiative and believes HACF would be better to administer the funding. Mark agrees with Alicia and believes the funding step is too soon as many components need to happen before funding, like the design. Micky stated the motion is to agree to utilize HACF’s platform for the fundraising when we get to that point. HACF has been working on a contract but understands we have many steps to go before fundraising begins. Rex asked if this helps clear up the request.</p> <p>c. Micky read into the record an email from Jim Burrington received at 10:05 a.m. on 9.13.22 reads:</p> <p><i>Dear BID Board of Trustees,</i> <i>As members of the ad-hoc committee appointed by the Board nearly two years ago to look into the assessment process, we recommend that you direct the committee to continue its’ work.</i> <i>Thank you,</i> <i>Alan Nicholson</i> <i>Jim Burrington</i></p> <p>Rex states we will continue the work of the ad hoc committee. The work goal is to try and get something that cost is equal benefit. Rex has spoken to members of the ad hoc committee, and they are seeking something that is equitable. Seth agrees the conversation needs to continue. Commissioner Dean stated the city did not use to have a vote, but the BID asked the city to have a vote over ten years ago. Rex reiterated this point by saying the issue was we would have failed (in creation) if the city did not step up. Commissioner Dean stated there is a lot of interest in strengthening partnerships. Dean continued, the proposed methodology was not doable for Parks maintenance; and there is genuine interest in figuring out how we can</p>	<p>Action: Mark, Alicia, and Lee agree to sit on an ad hoc committee to review the B&C grant.</p> <p>Motion to table the B&C grant by Sean. Second by Lee. Motion is tabled, 7-0.</p> <p>Motion by Sean to use HACF for the fundraising arm for the downtown stage. Second by Mark. Motion passes, 7-0.</p> <p>Action: Mark agreed to continue to sit on the ad hoc committee even after his Trustee appointment ends.</p> <p>Action: the assessment ad hoc committee will continue to propose something new.</p>

	be more collaborative in the partnerships and benefit within what we can control for folks downtown.	
New Business	<ul style="list-style-type: none"> a. Rex asked Micky to briefly describe the job duties of this person. Seth is not in favor of supporting more staff. He says he doesn't know who is already in the office. Sean believes BID has the money but has suggested finding community volunteers. Lee believes we need to hire an employee sooner or later and give current staff the capability to meet the workload. The issue of office hours and when to reach staff was raised. Rex stated he has not had an issue coming to the office. Alicia thinks this conversation is premature before discussion with BID of DHI finances. Rex stated we need more discussion. b. Sean suggested we need to engage an employment benefits attorney. c. Sean suggests waiving payment of the management fee until the end of the calendar year. Mark agrees he is willing to waive the fee, however, he believes there is value in the downtown association. (Mark adds language that is part of the DHI future conversation stating, there will be no statutory role under BID as business membership is gone. That safety net and value of having an alliance that is actively supporting their issues. The BID would be weaker without DHI. If BID does not get created, what happens to DHI. We are strongly together then separated.) Rex continued the DHI future conversation by asking what put DHI in this financial position. DHI president, Riley Tubbs responds, costs have gone up, one event was suspended, lower on event numbers. Jordan added, attendance numbers are there, beer sales were fine, wristband sales are down; Alive at Five is an interesting conversation and there are proposals for improvements. Jordan continued; sponsorships goals are not met but made up some monies through vendors. Membership dues are usually around \$30,000. d. Sean stated we are required by state law to have a named Treasurer. Sean agrees to this role. e. Micky stated the current signers on the STIP are Micky, Jody, and Mark and asks who will be the new signer? 	<p>Motion to table hiring the assistant by Seth. Alicia seconds. Motion passes, 7-0.</p> <p>Motion by Sean to hire an attorney to look at employee benefits. Lee seconds. Motion passes, 7-0.</p> <p>Action: Micky will find an attorney, subsequently Motion to table b. by Alicia, Seth seconds. Motion passes, 7-0.</p> <p>Motion to waive the DHI management fee through the calendar year made by Sean. Mark seconds. Motion passes, 7-0.</p> <p>Motion to approve Sean as Treasurer by Seth. Second by Alicia. Motion passes, 7-0.</p> <p>Action: the chair of the BID will be a joint signer on the STIP account along with the ED and financial coordinator.</p>
DHI Future	Riley began discussing the future of DHI with BID and stated their morning Directors meeting produced good discussion. Riley continues, DHI has a budget shortfall again. Every year DHI continues to spin around this circle at this time of the year and DHI is seeking money from BID to continue work. Staff have driven a new proposal, reflecting the future of the organization. Jordan's position struggles with retention and we don't have staff to back her up. Riley stated he loves the conversation of having a third employee. Jordan needs help, too many tasks. DHI landed as an association wanting to have a conversation with BID to figure out how to fix the budget. We scramble to make sure we run Alive at Five. We can not market without money.	<p>Motion by Sean to approve a .5 FTE. Second by Lee. Motion amended.</p> <p>Alicia offers an amendment that suggests this is a part-time, temporary .5 FTE and re-evaluated</p>

	<p>Rex asked how do sponsorships look for Alive at Five?</p> <p>Jordan replied with the sponsorship conversation is that membership fees go away but is replaced with a sponsorship model. A problem and feedback is we ask for money to support membership, events, events, events... The idea would be we would do a sponsorship drive that would also include BID initiatives, advancing alternatives to membership. We have too many asks without a lot of return.</p> <p>Lee stated there were intriguing things from this morning and members say what is the ROI for my membership. The sponsorship concept shows the concrete thing where the money is being devoted.</p> <p>Rex stated I hate to see DHI go away.</p> <p>Jordan replied, no one feels good about DHI going away. The attachment to DHI should not blind us from filling the mission of DHI.</p> <p>Mark believes there is value in DHI and their work and asks why does DHI need to go away? We can restructure the MOU and negotiate creative ways for income.</p> <p>Sean asks members of the DHI, does DHI want to stick around?</p> <p>Riley stated, going off the numbers, membership seems to go up. However, the buy in piece of separating ourselves - members v. non-members - is a rub.</p> <p>Jordan provided a recent example about Sidewalk Sale.</p> <p>Sarah added there is a strong sense of resentment growing.</p> <p>Sean suggested, let's come up with a way to get memberships up, and get real sponsorship. We have a closer partnership without a management fee. There are probably creative ways to look at this.</p> <p>Jordan stated we need to streamline our operating costs and figure out redundancies.</p> <p>Micky added the lack of support and decision-making process for directing staff.</p> <p>Riley is in favor of cancelling the management fee, but DHI needs more.</p> <p>Jordan continued we need financial support to do the events.</p> <p>Sean stated he feels the board is active but needs to provide more direction and is slow at making decisions. We need to help eliminate burn-out. Sean has been in favor of solving the DHI issues. We tried to separate to give them more flexibility. Maybe we need to reimagine the financial situation.</p> <p>Alicia asked how many have we identified for sponsorships?</p> <p>Micky responded with she started the process of looking at members and what she predicts they would come in at the sponsorship model.</p> <p>Jordan added she feels we can get larger sponsorships with for example Valley Bank and catering to organizations what they find important.</p>	<p>at the end of the FY.</p> <p>Sean amends his original motion. Motion to hire a part-time temporary .5 FTE. Mark Seconds. Motion passes 6-0. (Ryan left the meeting around 5:30 p.m.)</p>
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Rex liked the conversation and thought it was good but was urging a solution.

Sarah stated we need to decide if we need to go to sponsorship versus membership and is concerned about staff.

Mark suggested before we decide on the money, can we see a structure for membership dues and sponsorship dues?

Rex stated we are always willing to help out DHI. Is there an alternative to keeping DHI? Rex asked if everyone is in support of helping DHI. The consensus is yes.

Mark asked how soon do you need the money and what are the redundancies?

Rex asked to bring back conversation 6.a. which was tabled. Further discussion on hiring a half FTE commenced with an originally motion made by Lee and second by Sean. During discussion, Alicia requested the hiring of this person be re-visited during the budget process.

Sean stated we must empower the staff to correct the situation and not run them into the iceberg. Staff deserve some degree of our support to fix the problem.

Seth continues to not be in favor of having larger percentage of personnel in the budget. He does agree a sponsorship model works. He is hesitant to hire more people at this point but supports the sponsorship model.

Alicia concern is employee and requests amending the motion to hiring a part-time temporary employee.

Mark agrees with Alicia and thinks the internships option is great.

Jordan provided her comments from the staffing perspective.

Lee stated staffing is a concern he has since Micky came on board. The number of employees has decreased over time. We are spinning to try and figure out how to hire someone.

Seth stated we really need to look at the function of Alive at Five.

Lee stated we need an income model for Alive at Five. We need to decide are we going to put an employee on.

Sean supports a Carroll intern.

Jordan added we need to reduce the expectation and services for current staff or hire someone to help fill the expectations.

Seth asked what is this employee going to do? Will they bring us more money and give us more time to increase and improve the services, increasing the value and membership and buy-in?

Rex added he doesn't like hiring another person, but I think we have to.

Rex stated 6.a was hard to bite for a yes. Alicia commented, we as a community need to find a better solution so people don't have to sleep on doorways. Alicia also stated that she'd rather see the money go to services than personnel. Jordan said that personnel and services are related (more

	<p>personnel translates to better, more consistent services). Seth stated he has heart burn with more staff and would rather see more services. The board puts out a work plan that has action outside the work plan. Seth said he will go along with the board on this, but it comes with wanting to see real benefits. Seth still wants to know the working hours of the staff.</p> <p>Rex and Mark were side conversing and then brought to the table a conversation regarding 32-40 hours. Some board members feel the 32 hours is about the benefits question while others want to be clear staff are expected to work a 40-hour work week. This question will hopefully be addressed by the employee attorney. Members of the board stated the employee manual needs to be fixed. Seth stated he would like to see time sheets.</p>	
News & Announcements	Micky informed the board Graffiti contractor will be back on September 23 and the last time for this year.	
Next Meeting	October 11 th , 2022 – Joint board meeting at 3:30 p.m.	
Adjourn	Meeting adjourned at 5:54 p.m.	
Minutes submitted by	Micky Zurcher	