

MEETING MINUTES
Berkley Downtown Development Authority
Meeting of the Board of Trustees
Berkley Public Safety Building, 2nd Floor Conference Room
Wednesday, March 12, 2008

I. CALL TO ORDER: The meeting was called to order at 7:35 AM with Chair Alan Semonian presiding.

II. DETERMINATION OF ATTENDANCE:

Present: Jane Bais-DiSessa
John Barbuscak
Allen Dyer
Diane Farrington
Lawrence Gallagher
Karen Koerber
Robert Liss
Keith Logsdon
John McGovern
Michael Pesendorfer
Alan Semonian

Absent: James Esshaki
Aleta Young

Also Present: Roy Bell
Bruce Jerome, DPW Director
Michael Matthews-Pennanen, City Council Liaison
Joe Novitsky, Planning Commission Liaison
Greg Thom
Amy Vansen, City of Berkley Planner

III. APPROVAL OF AGENDA: The agenda was approved unanimously upon a motion by Dyer and a second by Liss.

IV. APPROVAL OF MINUTES:

A. Regular Meeting of February 13, 2008: Logsdon moved to approve the minutes and Dyer seconded. Barbuscak then asked for discussion of the minutes before a vote on approval. The minutes of the 2/13 meeting cite Dyer as stating that the DDA had a manager when the DDA ballot issue was presented to voters. Barbuscak noted that Geinzer had already resigned by then. As Dyer put it at the current meeting, he believed Barbuscak's point was that when he was seeking support for the proposal, he believed the representation was that all the funds would be used for specified functions listed on the proposal, and that Barbuscak believed the representation was that the funds would not be used for hiring an individual. Dyer stated that his correction to him was that at the time the Board discussed the issue and started the proposal and put the pamphlet together, the DDA *had* a DDA manager. Dyer said he believed it was not a proper characterization that they were planning on firing the manager or not retaining a new one. He said that was the correction he offered to Barbuscak.

Barbuscak pointed out that at the 2/13 meeting, Robert's Rules of Orders were not followed in several instances. He added that this was the first time since he's been on the DDA Board that he's been in this position. After Young moved to approve the budget as presented and the motion failed, and the motion to amend the budget carried (after Liss had left), there was no *vote* to approve the budget itself. Barbuscak said that the reason the vote to approve the budget itself was missed was because the chair asked if anyone called for a vote. According to Barbuscak, by the rules, a call for a vote has to be seconded and voted on, for the reason that you can't stop debate. Then a 2/3 vote is required (on the call for a vote to stop debate).

Semonian asked him what he would suggest as a remedy. Logsdon suggested that they table discussion for now and deal with it at the next meeting. Dyer agreed with that, adding that they

needed to digest what happened independently. Barbuscak said that meant they had no budget for the next year. Semonian said he had no problem with that.

One other conflict with the rules Barbuscak pointed out was that the original motion to hire Geinzer was for \$20,000 a year (\$1,600 per month). That created a conflict of motions when the Board approved the motion to amend the budget and add in \$25,000.00 for the cost of a DDA manager.

He also noted that Koerber asked at the 2/13 meeting if the budget had to be approved that day. The previous year, the budget wasn't submitted until May, so he thought that was also wrong. There were a lot of items in the budget that needed to be examined. He also thought that the Treasurer and budget committee had the responsibility to formulate the budget, and the way the debate on the budget proceeded, the Board cut the Treasurer off.

He also wanted to mention that Bais-DiSessa said \$20,000 wasn't enough to pay the manager, it should be \$30,000. Finally, he was bothered by Bais-DiSessa's statement that if this one [manager] doesn't work out, she would approach Council to hire Vansen to act as manager. He questioned whether she had the right to do that, although he felt she did, but also questioned whether Council had the right to hire the DDA manager. This was a question he thought the DDA's attorney could clarify. He said the Board needed to know the answer.

Logsdon made two points in response. The characterization that Geinzer "didn't work" was incorrect. He left for another position. He also noted his calendar reflects that DDA budgets are due April 1. Barbuscak said the manager didn't work out for several reasons and he thought everybody agreed it didn't work out. Farrington said she didn't agree with that.

Semonian thanked Barbuscak for keeping the Board honest. He said he wanted to apologize for his behavior at the February meeting. He was completely frustrated about the process. He also apologized to the Board as a whole because he was unprofessional and his frustrations took over. He shouldn't have cut the discussion short. He added that the Board needed to look into whether there was a budget that was approved, and if need be, to vote again on the budget. He said he would leave it to the attorneys on the Board to look into. If they needed to vote again by April 1, he would call for another meeting in March. Barbuscak also asked that they look into whether there were conflicting motions on what to pay the Manager. He reiterated that he doesn't like to be in the position of pointing out problems. Dyer said it may be helpful prior to the next meeting or next minutes being published if Penelope Morris could furnish to the Board notes of the discussion that had just transpired. Barbuscak said he could also give him copies of the notes he made from Robert's Rules. Semonian said if there was a question about whether the budget vote was valid, the Board should just vote again.

On motion by Logsdon and a second by Dyer, Bais-DiSessa, Barbuscak, Dyer, Farrington, Gallagher, Koerber, Liss, Logsdon, Pesendorfer, and Semonian voted to approve the minutes of 2/13/08, with McGovern abstaining because he was absent from the meeting.

B. Special Meeting of February 25, 2008: Dyer said the minutes should be corrected because he was listed as present at the meeting, and he was out of town. On motion by Koerber and a second by Farrington, Bais-DiSessa, Farrington, Gallagher, Koerber, Logsdon, McGovern, and Semonian voted to approve the minutes, with Barbuscak, Pesendorfer, Liss, and Dyer abstaining because they were absent from the meeting.

- V. PUBLIC COMMENTS:** Roy Bell, a candidate for Oakland County Commissioner, introduced himself. He's a former Southfield City Council member and is a liaison to the Southfield DDA.
- VI. CHAIRPERSON'S UPDATE:** Semonian apologized again for the February 13 meeting. He said he had been thinking about what had and had *not* been working. His concerns are with committee work versus general meeting work. He said he has found it productive in other situations to add a work session meeting for the entire Board. There can be misunderstandings when a committee does

something without the whole Board in attendance. Then at the regular meeting, Board members often go over the same issues the committee worked on again and again. He said from a productive angle, he was moving towards getting rid of committees completely and adding a second full Board meeting as a work session to review things that would take more than the hour and a half available for the regular business meeting. He asked for feedback. He thinks problems are arising because not everyone on the Board has all the facts of what happens in committee meetings, and it seems counterproductive. He contrasted that with having a special meeting for a second time during the month (as in the interviews), where everyone is on the same page. He believes the second meeting will help resolve conflicts that come from misunderstanding information that the Board doesn't have as a whole. There might be two issues discussed at the work session, but it would mostly be one subject. Semonian said it wouldn't be required every month. At the February meeting, only one topic was talked about for the entire Board meeting, and that kept anything else from getting done. Semonian said he wanted to stay within the code and have the meeting start and finish timely.

Logsdon said he agreed with having the work session but disagreed with getting rid of committees. That flew in the face of the Main Street approach. He said it's the committees' responsibility to bring information back to the Board as a whole. Semonian said he wanted to do what it takes to make the DDA work. Liss said he agreed with having a committee meet and then bring their information to the whole Board for discussion of that single subject. Farrington and Dyer agreed that was a good compromise. Pesendorfer said he appreciated Semonian's apology, as well as his frustrations. He said it wasn't logical to him that the DDA could get its work done in 18 hours of meetings a year. Because he sometimes is out of town for a regular meeting, it can be two months between briefings on DDA business. That makes him feel unprepared to vote on issues. Barbuscak said in the past one of the primary responsibilities of the chair was to name the committees. The DDA worked successfully for the last ten years with committees and the Board respecting the committees' work. He also noted that every chair has also had an advisory board. One of the reasons for having a downtown manager, as Barbuscak saw it, was to take the workload off the Board members.

Barbuscak noted that when Logsdon was chair the DDA got an "unbelievable amount" accomplished. Logsdon said he thought it was a mischaracterization that the Board expects the manager to do all the work. He thought that having the work session in the evening was an opportunity to see how that worked, after much discussion about whether morning or evening meetings would be better for most Board members. Semonian said he got the sense from the discussion that the second meeting would be good for multiple reasons. It would be helpful for Board members who had to be absent from the regular monthly meeting as well as a chance to work out details of "hot" issues that couldn't be treated properly without absorbing the whole agenda. Logsdon moved to hold a work session on the fourth Wednesday of the month at 7:00 PM with the Board operating under the 4-point approach of the Main Street program with the four major committees. Logsdon also suggested having Main Street make a presentation for all Board members and the manager. Dyer seconded the motion. Pesendorfer noted that he joined the Board based on morning meetings and would not always be available for evening meetings. McGovern said he thought the work session idea was excellent but cautioned about limiting the number of committees to four. Logsdon responded that subcategories of the four committees deal with everything the Board needs to deal with. The motion was approved unanimously by the Board.

Semonian said he is still planning a lunch with each Board member and asked everyone to think about some area of the DDA they're very passionate about and e-mail that to him. That would be the top priority they want to work on. He wants to see everyone on the Board working on something.

VII. LIAISON REPORTS:

A. City Council Liaison: Matthews-Pennanen noted the Council is working on the budget. The last section of alley on 11 Mile has been vacated. Council approved Taco Bell's outdoor café and drive-thru as special use. The Environmental Advisory Committee is moving ahead. There will be a special meeting on 3/13 to receive a report from the Recreation Subcommittee on a new recreation center.

B. Planning Commission Liaison: Novitsky reported that their 3/11 work session was mostly dealing with housekeeping. They discussed the recent ordinance changes dealing with front-loading

garages because a local builder asked for reexamination. The Planning Commission decided to allow them now in a compromise. Circular driveways will also be allowed in some locations.

C. Chamber of Commerce Liaison: Absent – no report

D. Zoning Board of Appeals Liaison: Absent – no report.

VIII. NEW BUSINESS:

A. Discussion of Downtown Parking, Snow Removal, and Planters with Public Works Director

Bruce Jerome: Regarding snow removal, Jerome noted the City doesn't have control of a lot of property and property they used in the past (parts of some parking lots) can't be used. School property on Oxford that used to be available is now used for unloading students. They also tried the parking area south of the playground on Wiltshire, except kids started using the piles for sledding and going out into the street. They're left with putting the snow on the ball fields, but the salt in the snow affects the turf. Jerome said they're working on a plan for next winter. Farrington reported that the DPW brought in small front loaders to pile the snow up against the poles on 12 Mile in front of her store, which gave her and her neighbors 4-5 usable parking spaces. Barbuscak noted that the Berkley DPW is the best. His building is on a corner lot and he pays for snow removal. When the snowplows come, they block in the sidewalk at the corner as they swing out to turn. He also asked if Jerome could get them to slow down so the snow doesn't hit the buildings on 12 Mile.

Bais-DiSessa said she wanted the Board to have an opportunity to question Jerome about parking issues as well as discuss some parking areas that need repairs. Jerome said they've identified areas in the lots on the south side of 12 Mile where the catch basins need to be rebuilt. Logsdon recalled recent discussion about updating the parking study to set priorities. He had proposed hiring LSL to help the DDA update the parking study. They had suggested that Board members could do some of the legwork involved. Barbuscak noted that the area is a valuable piece of property, and the DDA should get the design work done for the whole area. Logsdon noted that the parking committee's discussion was about updating the parking study as a first step. He asked if everyone on the Board agreed. Barbuscak said he didn't see a conflict between getting a design and updating the parking study. They could be done simultaneously. Bais-DiSessa asked how long it would take to update the parking study, and Logsdon said a couple of months. Matthews-Pennanen noted there is a push to deal with parking and that the Taco Bell developers agreed to embrace the streetscape plan. Logsdon said there was disconnect in the design criteria for Coolidge and that the design direction wasn't applied to specific areas along Coolidge. He also noted 12 Mile parking goes beyond repaving, agreeing with Barbuscak. Liss asked if there had ever been consideration of angle parking on Coolidge. Novitsky said the Planning Commission talked about it and decided that backing up (from angled parking) was not good because Coolidge is a hospital route. He suggested hiring a professional traffic expert. Bais-DiSessa said it seemed like the Board needed to make a decision on how to proceed and begin the process of hiring the consultant. Logsdon said he would get a proposal from LSL. Bais-DiSessa said she thought they could do a short RFP and advertise.

Liss moved to proceed with getting a quote for the parking and traffic study from an expert by the next meeting. Barbuscak seconded. McGovern asked to amend the motion to not limit the consultant to LSL but put out RFPs for a parking and traffic study. Barbuscak seconded, and the Board approved the amended motion unanimously. Barbuscak moved to get design work done for the downtown parking project. Vansen said it would be beneficial at the work session to bring the RFP so the Board would be clear on what the project would be. Logsdon seconded Barbuscak's motion on design of the 12 Mile parking area. Bais-DiSessa said she thought they should do the parking/traffic study first and then the 12 Mile design. Logsdon responded that they'd come full circle, because the parking committee had recommended that they do the study first. Semonian said he saw the irony in the situation, because it illustrated the problem for him of subcommittee work. Everybody on the Board doesn't know the facts and they end up rehashing the issue in the Board meeting. That was why the second work session is needed. Barbuscak said waiting to do the design of the 12/streetscape parking project means that the project has been stalled for a year. Jerome needs to do work in the area, and parking is a dire need in the area. Everybody on the Board agrees that the area needs to be designed. Bais-DiSessa said her concern is that the parking study may make some different recommendations. Bais-DiSessa tried to call for a vote, but Barbuscak reminded her of the rules. McGovern suggested asking

if there was further discussion, and if not, then it was proper to call for a vote. Liss and Bais-DiSessa voted against the motion, with all other Board members present voting in favor.

Pesendorfer said he had the opportunity to meet with Sabuda since the February meeting and got a lesson on the budget. During his time on the Board he felt everything the DDA had done was looking at the "pieces," so he felt he was just voting on "pieces" all the time. After getting a top-down view from Sabuda, he felt they needed a reevaluation their approach: where the money in the budget was, why was it in the budget, what were the priorities, and how much did the DDA need to spend. He saw it as the DDA collecting and holding assets, with a lot of work be done, and that was a problem. He didn't like being taxed if the money wasn't being used to make the improvements he was looking for as a citizen and business owner. He felt the larger pool of money should be used to make improvements. In 2007 the streetscape was finished, but flowers weren't planted and there weren't banners on all the poles. With summer coming and events drawing guests to Berkley, he would like to see new banners and flowers and feels it's time to get ready now. It wasn't logical to leave the small details undone with the amount of money available. He repeated that the new sidewalks are chipping and flaking. That needs to be addressed. Jerome said he's noticed the chipping and other damage and needs to deal with the contractor about it. Pesendorfer said his main point is deciding where the DDA is headed and getting ready for summer's downtown guests. Bais-DiSessa said she'll take a look at the sidewalk. She thinks it's still under warranty. She met with the Berkley Cruise Fest committee. They're making changes to their program in order to help downtown merchants get more customers. She recommended that a DDA Board member go to their meetings. Farrington volunteered.

Bais-DiSessa said she'd be happy to make another budget presentation to the Board to explain the financial situation. Pesendorfer said he would like to see an evaluation of where as a Board the DDA stands, philosophically, as far as what their objectives are and what are the resources available to meet them. In response Logsdon asked if everyone had read the draft of the development plan, which describes what the DDA is going to do. Liss asked if it wasn't just a question of priorities and time limits. Bais-DiSessa noted one of the biggest frustrations the DDA has had to deal with is the lawsuit. It put a hold on a lot of things the DDA could have done. Pesendorfer said he understood and hopes to have a consistent notion so everyone's on the same page. McGovern noted that the second meeting should be official and noticed, so they Board could vote if they need to. Semonian agreed that it should be a regular meeting.

Jerome reported that there was one year left on the maintenance contract for the 12 Mile streetscape planting, which included the trees and perennials. The stakes and guy wires will be removed. He talked to the contractor, who will bring some different basket styles to hang on the poles for evaluation. Logsdon proposed getting a cost quote when he brings the baskets and notifying the Board when the baskets are up so they can check them out. He noted they also need to know the maintenance cost. Bais-DiSessa reported that the City would be getting the bids that day to fix the 12/Coolidge inter-section. Munsell and the engineers will be at the meeting when the bids come in. Timing of repairs will be coordinated with 11 Mile Road construction.

B. Discussion of Adding Work Session Board Meeting Each Month: Covered in VI.

IX. UNFINISHED BUSINESS:

A. DDA Downtown Manager Position: Semonian said there was a sense at the 2/25 meeting of the opportunity the manager could create for the DDA. The Board made a decision that subject to references and background check, they would extend an offer to Jennifer Mlutkowski, a Berkley resident. He checked her references as well as speaking to someone he knew she had worked with. She also received glowing reviews from her current supervisor. A police background check is all that's left. Semonian expected to extend an offer to her within a week. Logsdon said they could either offer her what's in the current budget or amend the budget for the remainder of this fiscal year. Semonian said since there had been several months without a director, there was additional money available from Geinzer's shortened term. McGovern asked how they came up with the \$25,000 figure. Bais-DiSessa said they did ask the candidates in initial interviews. Barbuscak noted the Board did need to find out how to rescind the previous motion about \$20,000 compensation so it would be

legal to pay \$25,000.00. Semonian said they would find out. He also noted that Young did support having a downtown manager after seeing the candidates. Barbuscak noted there wasn't enough in the contingency fund to pay the \$210,000 the manager would cost over the seven years left in the DDA's term. Semonian said he wanted to make two points: the contract is at will, not for seven years, and the DDA's intention is that the manager will create funds to pay for the position and turn it into full-time. Logsdon said he had sent an e-mail to the Board after the last meeting about how to cover the costs and would send it again. Koerber said she now agreed with having a manager, and the next step was to go forward and hire her.

Bais-DiSessa moved to offer \$25,000 to Jennifer Mlutkowski, Farrington seconded. Barbuscak asked if it had been determined how her workload would be distributed. Koerber suggested that might come from the work sessions, and Logsdon said they might also ask Main Street. The motion was approved nine to one in favor, with Barbuscak voting against and Gallagher having left early.

- B. Discussion of 2008/2009 Budget: John Barbuscak** – No additional discussion.
- C. Business Welcome Program** – No report or discussion.
- D. Flower Planting in the 12 Mile Streetscape Area:** No additional discussion.
- E. DDA Orientation for New Board Members:** No report or discussion.
- F. Downtown Sidewalk Snow Removal:** No additional discussion.
- G. Discuss Signage/Wayfinding in the 12 Mile Streetscape Area:** No report or discussion.
- H. Assignment of Board Members as Liaisons to Businesses: Alan Semonian** – No report.
- I. DDA Streetscape Parking Plan:** No additional discussion.
- J. Update and Discussion of the DDA Development/TIF Plan:** Vansen reported that there was a draft plan, most of it done by Geinzer before he left. She met with the development plan committee several times and tweaked Geinzer's work. The biggest change from Geinzer's plan is the project list. Vansen presented the list to the committee and also had Jerome review the numbers to assure they were realistic. The committee also added some items, including "Plans and Studies." Bais-DiSessa noted that if the Board agrees with the draft, then it can be turned over to Miller-Canfield for review. They will give the Board the procedure to follow next. Barbuscak asked if the DDA had the flexibility under the plan that it could deal with contingencies arising in the future. Bais-DiSessa responded that she thought specific plans were required, but there is some flexibility with regard to projects. Semonian said the wording was more encompassing and broader than before. Vansen said most scenarios are covered. The plan was very similar to the Recreation Committee's plan. Barbuscak asked her how the plan compares to other DDA plans. She said she didn't do other DDA plans, but Sabuda reviewed it, and he has done other DDA plans. Bais-DiSessa said the DDA could also look at other avenues to get funding. Semonian said they made the text in the plan very broad. Logsdon noted that Geinzer modeled the new plan on other DDA plans as well as the original plan. McGovern said he was only bothered about section 3.5, which allows certain City spending with DDA reimbursement. He would rather see language added "if approved by the DDA." Bais-DiSessa said approval would be required regardless. Semonian said Miller-Canfield will review the whole document and make a recommendation on wording that's needed. Logsdon moved to submit to the draft plan to Miller-Canfield for review, Farrington seconded, and the motion carried unanimously. Bais-DiSessa will submit it to Miller-Canfield.

X. COMMITTEE REPORTS:

- A. Treasury/Budget/Finance: Aleta Young** – No additional discussion or report.
- B. Development: Jane Bais-DiSessa** – No additional discussion or report.
- C. Build Berkley/B.B.A.T.: Keith Logsdon** – No report.
- D. Business Recruitment:** – No report.
- E. Banners/Appearance: John Barbuscak** – No report.
- F. Newsletter: John Barbuscak** – No report.
- G. Web Site:** No report.

XI. ADJOURNMENT:

The meeting was adjourned at 9:46 AM on motion by Farrington and second by Koerber.