

**Minutes from the Board of Directors Meeting of
The Downtown St. Louis Community Improvement District
Noon – 1:30 p.m.
May 12, 2020
Zoom Video Conference**

The Board of Directors of The Downtown St. Louis Community Improvement District (CID) convened via Zoom Video Conference at noon on Tuesday, May 12, 2020. A quorum of the CID board was present on the call and an attendance record is attached.

Ms. McDonald called the meeting to order at 12:02 p.m. and welcomed the directors and thanked them for their time. She brought the directors attention to the consent agenda which included the minutes of the April 9, 2020 CID Board meeting, the March 31, 2020 CID Financial Statement, and the following resolution: A RESOLUTION OF THE BOARD OF DIRECTORS OF THE DOWNTOWN ST. LOUIS COMMUNITY IMPROVEMENT DISTRICT, INC., AUTHORIZING AND APPROVING A DONATION TO THE DOWNTOWN ST. LOUIS FOUNDATION, INC. FOR THE LIGHT MY STL PROJECT; AND AUTHORIZING THE ACTIONS OF CERTAIN OFFICERS OF THE DISTRICT.

There were no requests to remove an item(s) from the consent agenda for additional discussion. Mr. Coatar made a first motion to approve the consent agenda, which was seconded by Ms. Radcliff and unanimously approved.

Ms. McDonald introduced the following item for the board's consideration: A RESOLUTION OF THE BOARD OF DIRECTORS OF THE DOWNTOWN ST. LOUIS COMMUNITY IMPROVEMENT DISTRICT, INC., AUTHORIZING AND APPROVING THE WAIVER OF BYLAWS RELATED TO APPOINTMENT OF A CHAIR-ELECT; AUTHORIZING AND APPROVING THE APPOINTMENT OF OFFICERS TO THE EXECUTIVE COMMITTEE; AND AUTHORIZING THE ACTIONS OF CERTAIN OFFICERS OF THE DISTRICT. Mr. Konzen made a motion to approve the resolution, which was seconded by Mr. Hirshman and unanimously approved by the board without dissent.

Ms. Kelley shared a President's Update with the board beginning with an update of the SLACK Workspace that was created by Downtown STL, Inc. to help drive collaboration and information sharing among the small businesses and restaurants located Downtown. The SLACK CHANNEL creates a direct line of communication for Downtown business owners to share best practices, resources, guidelines, and positive feedback. The Downtown STL team also wrote the Commercial Office Building and Business Offices Recovery and Re-entry Protocols for the Pandemic Task Force. The Clean Team continues working on a scaled back schedule with the addition of on-call availability as needed.

Ms. Kelley shared with the board a breakdown of some of the responsibilities the board must undertake prior to the end of year separation from the Downtown STL, Inc. management of the CID. Renewal of the CID, staffing, administration, and board composition are just some of the items to be addressed.

Ms. Kelley introduced A RESOLUTION OF THE BOARD OF DIRECTORS OF THE DOWNTOWN ST. LOUIS COMMUNITY IMPROVEMENT DISTRICT, INC. APPROVING THE PROPOSED BUDGET FOR THE FISCAL YEAR BEGINNING ON JULY 1, 2020, AND ENDING ON JUNE 30, 2021; AND AUTHORIZING THE ACTIONS OF CERTAIN OFFICERS OF THE DISTRICT. She shared that the impact of COVID-19 can be seen throughout the budget. It was also noted that a new budget will need to be determined in the event that the CID extension is passed prior to the end of 2020. Mr. Page made a motion to approve the resolution, which was seconded by Ms. Theroff and unanimously approved by the board without dissent.

Ms. McDonald informed the board that there was an item on the agenda to be discussed in closed session. Mr. Coatar made a motion for the board to go into executive session and Ms. Radcliff seconded that motion. Ms. Cheli performed a roll call vote for the motion; following is the record of the vote:

1. Thomas Bergmann – aye
2. David Biales – aye
3. Jack Coatar – aye
4. Donna Erbs– aye
5. Jill Falk – aye
6. Amrit Gill– aye
7. Patty Hagen – aye
8. Garrick Hamilton – aye
9. Marc Hirshman – aye
10. Christine Ingrassia – aye
11. Missy Kelley – aye
12. Mike Konzen – aye
13. Renee Kriesmann – aye
14. Karen Leverenz – aye
15. Margaret McDonald – aye
16. Zachary McMichael – aye
17. Vince Miller – aye
18. James Page – aye
19. Edward Pohrer – aye
20. Laura Radcliff – aye
21. Kitty Ratcliffe – aye
22. Vyas Suresh – aye
23. David Sweeney – aye
24. Ellen Theroff – aye

Upon completion of the vote, the Downtown STL, Inc. staff and meeting guests dropped off the Zoom Video Conference. At 12:45 p.m. the CID board entered executive session.

At 1:05 p.m. Ms. Theroff made a motion to exit executive session which was seconded by Mr. Hamilton and unanimously approved.

This concluded the business of the meeting. Ms. Theroff made a motion to end the meeting which was seconded by Mr. Hamilton and unanimously approved. Ms. McDonald thanked the board for their time. The Zoom Video Conference meeting concluded at 1:10 p.m.

Respectfully submitted,
Michelle Cheli

The Downtown St. Louis Community Improvement District Board of Directors
May 12, 2020 Record of Meeting Attendance:

Present

1. Thomas Bergmann
2. David Biales
3. Jack Coatar
4. Donna Erbs
5. Jill Falk
6. Amrit Gill
7. Patty Hagen
8. Garrick Hamilton
9. Marc Hirshman
10. Christine Ingrassia
11. Missy Kelley
12. Mike Konzen
13. Renee Kriesmann
14. Karen Leverenz
15. Margaret McDonald
16. Zachary McMichael
17. Vince Miller
18. James Page
19. Edward Pohrer
20. Laura Radcliff
21. Kitty Ratcliffe
22. Vyas Suresh
23. David Sweeney
24. Ellen Theroff

Not Present

1. David Bailey
2. Marlene Davis
3. Tammika Hubbard
4. Tishaura Jones
5. Seamus McGowan
6. Steve O'Loughlin

Members of the Public and Guests

Jon Giokas (Husch Blackwell)
Scott Hoffman (Anders CPAs + Advisors)
Julie Murphy (Soapbox)
Lisa Stump (Lashly & Baer)
Tony Wyche (Soapbox)

Downtown STL, Inc. Staff

Trey Buffington
Michelle Cheli
Gabby Cherre
Kelli McCrary
Tim McDonough