

**RECORD OF PROCEEDINGS**  
**MINUTES OF THE MEETING**  
**OF THE BOARD OF DIRECTORS OF**  
**RiNo BUSINESS IMPROVEMENT DISTRICT**

**HELD:**

Tuesday, June 9, 2020, at 3:00 p.m. at RiNo Offices, 3525 Walnut Street, Suite 40, Denver, Colorado and via Zoom

**ATTENDANCE:**

The meeting of the Board of Directors of the RiNo Business Improvement District, City and County of Denver, Colorado was called and held as shown above and in accordance with the applicable statutes of the State of Colorado, with the following directors present and acting:

Carla Mestas  
Sonia Danielsen  
Rachel Rabun  
Diana Merkel  
Andrew Feinstein  
Kendra Anderson  
Tom Kiler  
Justin Anthony  
Justin Croft (ex-officio)

Also in attendance were: Tracy Weil, John Deffenbaugh, Marian Pulford, Dori Suess, and Alye Sharp, RiNo Art District staff; and Scott Burton, City and County of Denver.

**CALL TO ORDER:**

Director Croft noted for the record that a quorum was present, and on behalf of the Board, called the meeting to order. He noted that he'll run this meeting to show new BID Chair Justin Anthony how meetings are typically run.

**INTRODUCTIONS:**

Director Anthony introduced himself, noting that he's been on the RAD Board for a number of years and has interest in the financial side and governance in general. He added that he runs Artwork Archive, and owns Matchbox and American Bonded.

Director Kiler also introduced himself, noting that he works for EDENS.

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Director Croft added that this is a good time for stepping back and examining priorities, and as systems are being totally broken apart and re-looked at, the BID and RAD have a chance to be a leader.

The rest of the board and staff introduced themselves to the new board members.

### **APPROVAL OF MINUTES:**

The minutes from the May 2020 meeting were approved unanimously by the Board.

### **FINANCIALS:**

Ms. Suess said that May financials are almost ready, but new tax information isn't here yet. She said for May, the BID will get \$155,597. She noted the BID had budgeted \$177K, so the amount to be received is under by about ~\$21K. She also noted that YTD, the BID has received about a quarter of \$1M, adding that people could be waiting until the June 15 deadline this year to pay their property taxes. Director Croft asked when she thinks she'll know if everyone's paid by the deadline, to which Ms. Suess said probably 3 weeks to a month. Mr. Weil added that Mr. Deffenbaugh will be presenting the budget allocations that were discussed last time, noting that the BID will can utilize funds for different project or other reallocations.

### **BID LINE OF CREDIT:**

Mr. Weil said that every year the BID renews its line of credit for \$500K, and that renewal is coming up this month. Tracy said there's about \$1500 in costs associated with that. Director Anthony asked if the line of credit serves as a backstop in case there's a shortage of tax payments and asked if the BID has drawn against it before? Mr. Weil said yes, and sometimes projects carry over from the year before before the funding is in. He added that they've only really used it once in the case of CRUSH. Director Anthony asked about the high interest rate, to which Director Croft clarified that it's really only for cash flow management, not so much for budget shortfalls.

Ms. Suess added that it sounds like if people pay taxes late, that the BID will also get a percentage of the late payment fee.

Mr. Weil said he and Ms. Suess will continue to watch the numbers.

### **BYLAWS:**

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Ms. Sharp presented the amended bylaws based on feedback from the Board and noted that the Board could also add a Diversity, Equity, and Inclusion section of the bylaws that would include things such as required annual training like the Boards did in February.

Director Croft said that the bylaws allow for them to be amended at any time and suggest the Board vote them as they are today and then amend them at a later time to include the DEI training.

Director Mestas said there's a lot of stress around inequities that are pervasive in our communities, and that this is a pinnacle moment to be thoughtful and work through what opportunities might be in terms of thinking more intentionally about what the BID's role is.

Director Anthony said that rather than focus on some kind of grandiose statement, the BID should focus on what it can do that will have sustainable impact beyond the current events. Director Anthony said he wants to do this separately from the bylaws, but would love to vote on the bylaws today and amend them later.

Director Mestas added that it's a good time to be not performative, but show real leadership.

Mr. Weil said staff will work with Director Mestas and other members of the Board to write the next piece of the bylaws.

### **SOCIAL IMPACT GRANTS:**

Mr. Weil said that RiNo staff is working with Director Mestas and other community leaders to get the \$50,000 in social impact grants the Board voted to approve out to organizations. The staff is meeting with Councilwoman CdeBaca tomorrow and the goal is to distribute these in June or early July.

Director Anderson asked about any feedback, to which Ms. Pulford said they've had about six organizations reach out asking about how the grants will be distributed. Ms. Pulford noted there will be a review committee made of BIPOC leaders in the community who will discuss and decide the final list.

### **VOTE TO APPROVE THE BYLAWS:**

The Board voted unanimously to approve the bylaws as presented in the Board packet.

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### **MISSION STATEMENT:**

Director Croft reminded the Board that the BID never had a mission statement, but rather an ordinance. He added that one of his last acts as Board Chair, he wrote a draft and that the one included in the agenda is the final draft after feedback from the last board meeting.

Director Anthony said one of the big discussions he wants to have at the next board meeting is the structure of RiNo in general. Director Anthony wants it codified to be extremely clear on each board role so they can do the most good on each mission and vision. He said he likes the idea of each entity having a unified mission and vision.

The mission statement was approved unanimously by the Board as presented.

### **BOARD OFFICERS VOTE:**

Mr. Weil noted that Bryan Slekes was secretary, so need to replace him since his term expired last month.

Director Rabun volunteered to fill the position and was approved unanimously by Board vote.

### **RIGHT-OF-WAY (ROW) CLOSURE UPDATE:**

Mr. Deffenbaugh gave an update on the ROW closure for restaurants and bars, and noted staff has been in discussions with restaurants, bars, and restaurants up and down Larimer Street, beginning with a large call of all stakeholders in that area.

He showed the map of how the closures have become nuanced in terms of where they'll be located. He said RiNo will be working in tandem with each restaurant's individual applications. He said on a call with the city, they noted that there should be one overarching entity leading the charge, so have submitted four separate areas. He then showed the support letters gathered by each block lead.

Mr. Deffenbaugh said the next part is where does the BID board want to take this? He presented three options, all to include a 24/7 closure. The three options included:

- barriers rented and managed by block leads
- barriers rented and managed by RiNo BID
- barriers rented by RiNo BID and managed by block leads.

He went through the pros and cons of each.

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Director Rabun clarified that this would only include the four closure areas, and said she has concerns about this because she's working on this for her business, but has to pull together her own funds. She added that this could ring as favoritism for a select group of businesses. Director Anthony said there's a significant amount of businesses who are budgeting for this now and added that there could be confusion as to where our role stops. He's afraid of over-extending ourselves and over-committing. Director Croft added that this could be viewed as pretty exclusive, with Director Anthony adding that he's all for 'conducting the symphony' and being the liaison between the city and property owners. Director Anthony added that he's gotten great feedback so far in terms of facilitation, he just wants to make sure the BID/RiNo doesn't overextend itself.

Director Kiler said he agrees with Director Anthony. Director Anthony also added that RiNo should be promoting these efforts and areas as they're approved.

Director Anthony said that she, Director Merkel, and the RiNo team have been meeting every week to talk about how the BID can pivot and use the RiNo platforms to not only announce openings, but also a map, creating a 'scavenger hunt' that would encourage patron to stop by various businesses, artist/business collaborations, a takeaway lunchbox filled with takeaway goods, and more, with locally made artist goods and RiNo merch.

Mr. Weil said they've also talked about larger artist projects within these closure areas that could pair with an interactive map. Director Danielsen said whatever the Board decides, they need to encourage people to park within the Rockies structure. Mr. Deffenbaugh said they'll let this run and see where they get with the city in terms of the closures and then vote later.

### **OTHER BUSINESS:**

Director Anthony said he'd like to talk at a future Board meeting about the impact fund and how they can continue to make an impact in this realm.

### **ADJOURNMENT:**

There being no further business to come before the Board and upon motion duly made, seconded and unanimously carried, the meeting was adjourned.

The foregoing minutes constitutes a true and correct copy of the minutes of the above-referenced meeting and was approved by the Board of Directors of the RiNo Business Improvement District.

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Secretary to the Board