

## **METUCHEN DOWNTOWN ALLIANCE MINUTES**

**November 10, 2016**

**7:30 P.M.**

In attendance: Eric Berger, Joe Cascio, Allison Inserro, Margaret Inglese, Jan Margolis, Jay Muldoon, Leon Schwartz, Grace Shackney, Deb Zupan. Not present: Chris Flynn, Ruchir Mewawala, Bobbie Theivakumaran, Chris Crane, Dottie Winhold, Mirjana Novkovic. Staff: Isaac Kremer, Executive Director. Guests: Jennifer Maier, Borough Administrator.

Board Chair Eric Berger opened the meeting at 8:00 p.m. in the Second Floor Conference Room at Metuchen Borough Hall.

### APPROVAL OF MINUTES FROM OCTOBER 13, 2016:

Jan Margolis moved to adopt the minutes from the November 10<sup>th</sup> Board meeting. Jay Muldoon seconded the motion. The motion carried and the minutes were approved.

### BUDGET REVIEW:

A draft of 2017 budget was presented by Eric and Isaac. The following points were discussed:

- Accounting – Eric Berger presented the idea to appoint Hronich & Company to do the MDA's bookkeeping and tax return for a fee of \$4,000 a year. Peg Inglese made a motion to approve the appointment. Jan Margolis seconded the motion. The motion carried. It was agreed that another firm should be found to handle the audit at an estimated cost of \$2,000.
- Marketing Analysis Proposal – The Economic Vitality Team identified a consultant to do our market analysis. The consultant, Kennedy Smith, would coordinate with Donna Harris who is working on our strategic plan. The cost would be approx. \$10,000 in 2016 and \$11,000 in 2017 that would come out of our Recruitment/Marketing budget line. Eric Berger made a motion to approve the expenditure. The motion was seconded by Jan Margolis. The motion was approved by all present.
- Jan Margolis introduced a proposal that the MDA be the coordinating agent to present a storefront workshop for retail and business owners. The workshop was presented two years ago in Highland Park by Main Street New Jersey. Grace Shackney had attended that workshop and agreed that it would be very useful for our members. The workshop is presented by Seanette Corkill. The cost is estimated to be around \$5,500. It would come under the auspices of the Design Team. Jan will solicit interest from other towns and we will split the cost in order to make the cost \$5,500.
- Street Cleaning – Eric announced that the Borough is taking on the cost of the District's street cleaning. We will retain \$5,000 in that budget line to hire and individual for sweeping and relocate the rest of the monies in that line to streetscape.
- Board Contributions – This line item in the amount of \$1,500 requires each Trustee to make an annual contribution to the organization. This show of support is important when applying for grants. Those present were in agreement that this was a reasonable amount.

Peg Inglese moved to accept the budget as presented. The motion was seconded by Jan Margolis and approved by all present.

## OTHER BUSINESS:

- Amendment to the By-laws – Eric Berger presented an amendment to the By-laws required by the IRS for our tax-exempt status that describes how assets of this non-profit corporation should be distributed in the event of the corporation’s dissolution. Eric presented the following By-laws amendment for approval:
    - “The Corporation is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations described under Section 501c(3) of the Internal Revenue Code, or corresponding section of any future tax code. Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501c(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distribute to the federal government, or to a state or local government, for public purpose. Any assets not disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the organization is located exclusively for such purposes or to such organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.”
- Jan Margolis made a motion to approve the amendment. The motion was seconded by Joe Cassio and approved by all present.

- Small Business Saturday, November 26th – Isaac reported the following:
  - Deb Zupan is displaying information at the Marifiki pop up store.
  - Carpet Maven will have a DJ playing holiday music, gifts for kids, door prizes, a 25% off sale and an ad in the Sentinel.
  - There will be an After Hours party at Marifiki at 5:00 p.m.
  - The holiday lights will be lit at 6:00 p.m.
  - Trustee volunteers are needed that day to hand out Holiday Passport books and calendar of events and to help with social media posts.

## TEAM REPORTS:

- **Nominating** – Joe Cascio reported that a members list was created which he emailed to the Board. The Team is talking to perspective Board nominees in the business category. Under consideration are: a rep. from Seemore’s; Cai’s, What’s the Scoop and Boyt’s. They also need two nominations in the property owner category. Peg Inglese moved to accept the membership list and outline of process. The motion was seconded and approved by those present.
- **Organization** - The following report was made:
  - A volunteer form has been put on the website.
  - We are looking for a firm to conduct the annual audit.
  - This Team is working on financial controls policy and will share it at our next meeting.
  - A debit card is needed for the Executive Director’s use.
  - With regard to team management, each team should consist of 5-7 people and no project will be approved without a work plan.

- A recommendation was made that the Nomination Team be established as a separate team from the Organization Team.
- **Economic Vitality** – this team is working on a market analysis.
- **Promotion** – It was reported that 24 merchants are participating in Small Business Saturday. Additional Holiday Passports will be available for distribution on that day.
- **Design** – Grace Shackney reported the following:
  - Robert Diken is the project manager for the downtown holiday light project. The light strands and globes were ordered and have arrived at DPW and will be installed by DPW next week on the Victorian Lampposts.
  - Permission has been given by the alley property owners to install wires for chandeliers.
  - A work party is scheduled for Saturday, November 12<sup>th</sup> to construct the lamp shade chandeliers in the basement of Cai’s Café from 1:00 to 4:00 p.m.
  - Sidewalk Planters – The MDA is taking over the funding for the planters. Grace, Jay and Isaac met with Carol Volker from the Garden Club. They will proceed to do the holiday planters with their volunteers. We will form a “Planting Task Force” to help with future plantings.
- **Parking** – Jay Muldoon reported that the Parking Authority and Nexus are working out how businesses can validate customer parking tickets and evaluating employee parking needs. A survey is needed regarding a dedicated employee parking lot.

EXECUTIVE DIRECTOR’S REPORT:

Isaac Kremer reported the following:

- The Chamber of Commerce sponsored Winter Festival Parade is Sunday, November 27<sup>th</sup>. The Chamber is planning another Restaurant Week in January.
- The first Strategic Planning meeting is Monday, November 14<sup>th</sup> from 5:00 to 9:00 p.m. at the Senior Center. A number of stakeholders were invited. A light dinner will be provided.
- Isaac asked the Board’s approval to secure directors insurance for \$2,500 through National Trust Insurance Services. Grace Shackney made a motion to approve. Jan Margolis seconded the motion which was approved by all present.
- The issue of having a clear conflict of interest policy was discussed in connection with taking a paid ad in the Criterion for Small Business Saturday for \$450, since Chris Crane is an MDA Trustee and owner of the Criterion. Leon Schwartz offered to get a few merchants to pay for it as a joint ad. Chris will be rotating off the Board as of January 1<sup>st</sup>. In the meantime, the Organization Team will work on a conflict of interest policy.

All business being completed, the meeting was adjourned at 9:00 p.m.

Submitted by:

Grace Shackney