



James V. Breuer, Chair
Merike L. Treier, Executive Director

DOWNTOWN COMMITTEE OF SYRACUSE, INC.

May 17, 2016

**CenterState CEO Conference Room
115 West Fayette Street**

3:00 p.m.

Meeting Minutes

Attendance

Members: Chairman Breuer, Messrs. Doucette, Dunn, Fiorito, Howard, Lemp, Tripoli, Maxwell, Koolakian and Walsh; Mss. Gagliano and Littlejohn

Staff: Mss. Holbrook, Maggiore, Reed, Schroeder, Sherlock and Treier; Mssr. Campanie

Guests: Corey LaDuke, Cushman & Wakefield/Pyramid Brokerage Company

I. Welcome and Approval of March 15, 2016 Meeting Minutes

Chairman Breuer welcomed guests and members present. Chairman Breuer asked the board for a motion to approve March 15, 2016 Meeting Minutes. Mr. Tripoli motioned, Mr. Doucette seconded; the motion was unanimously approved.

Mr. Breuer extended a congratulations to Mr. Doucette on the article on Syracuse.com regarding the Aspen Dental tenant announcement for the re-development of the Sibley's building.

Chairman Breuer also commended Mr. Fiorito for the new residential development plans in the Syracuse Savings Bank. Mr. Fiorito thanked the efforts of the Downtown Committee and for their continued support. Chairman Breuer also made mention of Mr. Walsh's success as a member of the Landmark Theatre board for obtaining a \$612,000 grant to go towards the repair the Landmark Theatre marquee.

II. Financial Report as of April 30, 2016

Mr. Howard provided the financial report as of April 30, 2016 and noted that to date the budget is at 83.3% and is in good shape. Mr. Howard reported that as a result of the most recent audit report, the camera allocation funds under Miscellaneous Income were taken out of that line and accounted for as its own line item. Under Administration Expenses, Mr. Howard noted that the Downtown Committee will incur approximately \$1,000 as a legal expense for the review and revision of its bylaws. Under Environmental Maintenance, the Operations and Maintenance expense is 70% of budget due to a light winter. Mr. Howard reported that under Marketing, the Events line is currently at 572% because of the Progress Breakfast events. However, the Progress Breakfast meetings' income under Miscellaneous Income offsets the expenses. Mr. Howard reported that the Insurance line under Security expenses is over budget at 101%, however this coverage plan was the lowest they were able to secure through Haylor, Freyer & Coon. Ms. Treier added that the coverage plan runs the calendar year vs. the fiscal year ends on December 31, 2016. Mr. Howard stated that the maintenance contract under Security has not yet been signed, so the Downtown Committee expects to see a savings from this.

Mr. Howard asked if there were any questions on the Financial Report and there were none. Chairman Breuer asked for a motion to accept the financial report subject to audit. Mr. Fiorito moved and Mr. Tripoli seconded the motion. The motion was unanimously carried.

III. Administration

A. Approval of Revised Bylaws

Ms. Treier asked the Board to review the copy of the revised bylaws for the Downtown Committee with changes noted in red. The bylaws have been revised to comply with the amendments made to the 2013 Not-For-Profit Revitalization Act that recently passed, which streamlines the operational procedures for not-for-profit organizations. Ms. Treier noted that Hancock Estabrook LLP provided the legal service of reviewing and revising the Downtown Committee's bylaws. Ms. Treier noted the following modifications to the bylaws:

- Clarifying that directors serve without compensation

- That notification of an officer or director's resignation can also go to the Executive Director
- The Executive Committee can act on behalf of the board between meetings
- The use of technology for obtaining unanimous consent by the board
- The Executive Director can now call special meetings, which only the Chair could previously
- Clarifying voting procedures should a conflict of interest exists

After discussion, the board determined that they need additional clarification on the proposed changes before they can vote. Ms. Treier noted that she will bring the Board's questions to Hancock Estabrook for additional revisions and clarifying language, and present these to the Board in July.

Chairman Breuer asked the Board to table the motion to approve the bylaws until further clarification. There was no opposition. Ms. Treier concluded that she will invite Ms. Fundalinski from Hancock Estabrook to the next Board meeting to explain or answer any further questions on the revised changes.

B. Revised Conflict of Interest Policy

Ms. Treier asked the Board to review the Downtown Committee's revised Conflict of Interest Statement which is also required by the Not-For-Profit Revitalization Act. The revised statement includes more thorough policy definitions including a change in process to assign an individual board member with no existing conflicts of interest to collect the COI statements and review them to determine if a board member can participate. Ms. Treier added that the COI policies are required to be reviewed on an annual basis. She noted that the Downtown Committee performs this each January. Staff will collect and keep the signed statements in the Downtown Committee's office.

Chairman Breuer noted that the Conflict of Interest statement is a "draft" which will need to be changed and then recirculated to the Board members for signature. Chairman Breuer asked Mr. Dunn to serve as the independent director to review the Conflict of Interest Statements for the Downtown Committee, which he accepted.

IV. Meeting with NYSDOT Commissioner Driscoll

Ms. Treier reported on the meeting she, Mr. Breuer and Mr. Fiorito had with NYSDOT Commissioner Matt Driscoll on April 14 regarding the update of the I-81 viaduct project. She noted that NYSDOT is still working on the three options:

1. Rebuilding of the viaduct to meet highway standards
2. Establishing the street level community grid
3. Determining if a tunnel is a feasible alternative

Ms. Treier noted that Commissioner Driscoll expects the draft environmental impact statement will be completed by the end of the year. In the next six months, the DOT will be laying out the preferred alternatives and seeking more stakeholder engagement. Commissioner Driscoll plans to make a recommendation to Governor Cuomo by mid-2017. The DOT will then start phasing in the first components including improvements made at Teall Ave and 690 to help re-direct traffic flow prior to the main project construction proposed to begin in 2018. The Commissioner would like the project to take no more than five years to complete. Mr. Fiorito added that this is the largest project the NYSDOT has ever undertaken. He also felt that the meeting they had with the Commissioner was positive. The discussions primarily revolved around new development, including continuation of support to make downtown more accessible by creating better traffic flow, alternative routes, mass transit solutions, and minimizing disruptions occurring during the construction process. Commissioner Driscoll promised the Downtown Committee that he would be accessible for any help with the government. Chairman Breuer also added that he was encouraged by the meeting as Commissioner Driscoll, who being a part of our community and understanding the dynamics, can be a major influence in the project's discussions.

Mr. Doucette expressed his concern about the length of time for construction and that taking the viaduct down to grade would be the least disruptive. Chairman Breuer added that the grid components need to be ready before the viaduct is taken down.

V. Downtown Events

A. Downtown Living Tour-May 21

Ms. Treier reported that the 10th Anniversary of the Downtown Living Tour is scheduled for Saturday, May 21. The Kick-off event at the Philanthropy Center went well on May 13. This was an opportunity to thank sponsors, volunteers, owners and property managers for their participation and making the tour a success year after year. Ms. Treier thanked Ms. Maggiore and Ms. Holbrook for their hard work and coordination of all the tour stops. Ms. Maggiore shared a promotional video of the Living Tour which will be used on social media. It is also being advertised on the Galaxy radio stations and Syracuse.com. She noted that the tour is organized to be a self-guided walking tour of 10 new tour stops, plus two bonus stops just outside the downtown perimeter. Ms. Maggiore noted that there are a total of 95 volunteers helping the Downtown Committee this year. 40 Below is also providing a bike share program that day so tour goers have the option to rent a bike to take them around downtown. There is also a free shuttle bus that tourists can utilize.

Ms. Treier thanked the staff for their hard work to make the Downtown signature events, such as the Progress Breakfast, Earth Day, Partners in Planting, Farmers Market, Annual Meeting, and Arts & Craft Show a great success. Chairman Breuer added that these events have been making the Downtown Committee more visible.

Ms. Treier noted that the environmental team is getting ready to install the hanging flower baskets next week.

B. Annual Meeting – June 23

Ms. Treier announced that the Downtown Committee Annual Meeting is scheduled for Thursday, June 23, 12:00 p.m. at the Oncenter. The keynote speaker will be Patrick Phillips, Global Chief Executive Officer, Urban Land Institute. He will be talking about trends that are transforming downtowns. Ms. Treier noted that the Downtown Committee is looking for nominations for Awards of Excellence that will be presented at the annual meeting in the following categories: Perfect Partner, Heart of Downtown and

Urban Innovation. Ms. Treier will also be delivering the state of downtown report following the keynote speaker.

VI. Invest Health Cities Grant Award

Ms. Schroeder announced to the Board that Syracuse has been selected as one of 50 *Invest Health* cities by the Reinvestment Fund and the Robert Wood Johnson Foundation. The Syracuse Invest Health team, comprised of representatives from the Downtown Committee, the City of Syracuse Department of Neighborhood and Business Development, Upstate Medical University's Center for Civic Engagement, Onondaga County Health Department's Bureau of Health Promotion & Disease Prevention, and Cooperative Federal credit union, was chosen from a pool of 170 mid-sized communities across the country to participate in the program. As the team applicant, the Downtown Committee was instrumental in securing the award, which includes a \$60,000 grant and technical assistance over the next 18 months, including travel to four national and three regional training sessions. The team will focus on strategies to improve access to healthy food in Downtown Syracuse, with an emphasis on the built environment and transit-oriented development.

Ms. Schroeder also noted that the Pop-Up retail program that was recently implemented is showing early signs of success. The program is a way for retail businesses to have a downtown storefront with reduced rent and a short-term lease, which allows them to test their business model while filling a vacant storefront. The Downtown Committee has helped facilitate relationships and qualify tenants for vacant retail spaces. Ms. Schroeder asked the Board for their input or suggestions for retail opportunities which she has incorporated into a "wish-list" for potential program tenants. Ms. Schroeder confirmed Mr. Tripoli's question that there was a current list of people looking for pop-up space. Mr. Koolakian inquired if there were any indications of pop-up success rates and Ms. Schroeder confirmed that Vintage Love, a boutique that was involved in the program, has just signed a long-term lease in their current retail location.

VII. Public Comments

Mr. Koolakian expressed his concern as to how to bring the quality of life to the next level in Downtown Syracuse now that we have more businesses and residents coming in. The warmer weather also brings more negative activity on the streets. He particularly noted the issue with the cleanliness of the areas around the bars the next morning after they close. Mr. Koolakian also inquired about the lack of police presence in the late evenings. Mr. Campanie confirmed that there is no police patrol car scheduled after midnight due to being a slower shift and no overtime shift. Mr. Tripoli asked what the Downtown Committee's role will be as downtown continues to grow. He feels there should be more accountability and enforcement of standards that all downtown businesses and tenants should be following. Ms. Treier noted that the Downtown Committee will be focusing on establishing communication with the tenants and downtown associations (including property owners) to encourage them to be "good neighbors" and help keep their properties looking clean on a daily basis. Ms. Treier also noted the Downtown Committee will add a quality of life component to the residential strategy plan. This will also be discussed as a topic at the next board meeting in July. Mr. Tripoli commented that it is time to ask the downtown associations what they can do for the Downtown Committee. Mr. Walsh added that downtown is lucky to have the Downtown Committee to handle some of the environmental cleaning issues and shouldn't be taken for granted. Ms. Littlejohn agreed that it was important to understand the value of the Downtown Committee and how they help keep Downtown attractive and safe. Mr. Lemp noted that there is a problem with municipal garbage not being picked up on Saturdays, and this could be an issue once the Marriott Downtown Syracuse opens and starts bringing in weekend guests. Ms. Treier confirmed Mr. Lemp's concern that downtown will be unprepared for the influx of traffic. Mr. Maxwell agreed to Ms. Treier's request for assistance to address the clean-up complaints through the City's office.

VIII. Other Business and Adjourn

With no further business before the board, the meeting was adjourned at 4:40 p.m.

Next Board meeting: **July 19, 2016**

Location: Downtown Committee Offices, 115 West Fayette Street