

**Downtown Somerville Alliance
Minutes of the Board of Trustees Meeting
Monday, February 12, 2018 - Council Chambers**

Trustees Present: G. Storms, A. Monetti, G. Stravic, B. Burton, M. Seader, L. McLachlan, R. Aulenbach, E. Staller, R. St. Pierre, R. Pitts

Trustees Absent: C. Petrosini, R. Linares

Guests Present: M. Pellegrino, C. Yanetta

Call to Order: DSA Chairperson R. St. Pierre called the meeting to order at 7:00 pm

Notice of Meeting

Adequate notice of this meeting as required by the Open Public Meeting Act has been provided. A copy of the notice for this meeting, specifying the date, time and location was sent to the media and to the Clerk Administrator of the Borough of Somerville. If anyone present believes this meeting is being held in violation of the Open Public Meeting Act, please state your objections why this meeting is in violation. No objections were heard.

Salute to the Flag

Board Chairperson Statement

R. St. Pierre commented on his preference for night meetings and the new composition of the board.

Election of Officers

- Treasurer
- L. McLachlan nominated M. Seader. G. Storms seconded. M. Seader accepted.
- Yea: G. Storms, A. Monetti, G. Stravic, B. Burton, L. McLachlan, R. Aulenbach, E. Staller, R. St. Pierre
 - Nay: None
 - Abstain: M. Seader
 - Recuse: None

Introduction of Resolution #17-002

DOWNTOWN SOMERVILLE ALLIANCE

RESOLUTION #18-002

RESOLUTION TO MOVE INTO EXECUTIVE SESSION

W HEREAS, Section 8 of the Open Public Meetings Act, Chapter 231 P.L. 1975, permits the exclusion of the public from a meeting in certain circumstances; and

W HEREAS, the Alliance is of the opinion that such circumstances presently exist.

NOW, THEREFORE, BE IT RESOLVED, by the Board of Trustees of the Downtown Somerville Alliance, that the following portion of this meeting dealing with following general described shall not be open to the public:

- Personnel
- Ligation
- Contract Negotiations
- Purchase, Lease or Acquisition of Real Property

BE IT FURTHER RESOLVED that it is anticipated that the matters to be considered in private may be disclosed to the public upon the final decision of the Board of Trustees as to contracts, leases; the completion of the litigation or anticipated litigation, the decision of the Board of Trustees as to personnel matters if the employee requests that the matter be made public or upon completion of said matters.

R. St. Pierre introduced the resolution to enter into executive session. G. Storms moved to approve. L. McLachlan seconded same.

- Yea: G. Storms, A. Monetti, G. Stravic, B. Burton, L. McLachlan, R. Aulenbach, M. Seader, E. Staller, R. St. Pierre
- Nay: None
- Abstain: None
- Recuse: None

Executive Session

Discussion of maintenance contract. No actions were taken.

R. St. Pierre asked for a motion to close executive session. E. Staller moved to approve. R. Aulenbach seconded same.

- Yea: G. Storms, A. Monetti, G. Stravic, B. Burton, L. McLachlan, R. Aulenbach, M. Seader, E. Staller, R. St. Pierre
- Nay: None
- Abstain: None
- Recuse: None

Approval of Consent Agenda

- Approval of January 23, 2018 Minutes

B. Burton made a motion to approve. L. McLachlan seconded same.

- Yea: G. Storms, A. Monetti, G. Stravic, B. Burton, L. McLachlan, R. Aulenbach, M. Seader, E. Staller, R. St. Pierre
- Nay: None
- Abstain: None
- Recuse: None

Approval of Purchase Orders

L. McLachlan made a motion to approve. B. Burton seconded same.

- Yea: G. Storms, A. Monetti, G. Stravic, B. Burton, L. McLachlan, R. Aulenbach, M. Seader, E. Staller, R. St. Pierre
- Nay: None
- Abstain: None
- Recuse: None

Additional Reports

- Chief Mark Pellegrino – Provided contact information and discussed the benefits of Knox boxes. Stressed keeping the boxes up to date. R. St. Pierre asked about an audit of buildings with boxes. G. Storms suggested that fire prevention has made sure that all commercial buildings are equipped. Chief Pellegrino contested that.
- Municipal liaison R. Pitts – Borough council has updated the DSA ordinance, stipulating that the resident spot on the board may only be occupied by a resident that is not also a commercial property owner or business owner. Additionally, please refer new business owners with questions about signage to borough hall and the DSA office so they get the most up-to-date information. Perhaps it would be beneficial to have several borough department heads (community development, department of public works) make presentations at a DSA meeting.

Executive Director's Comments

B. Macdonald commented on:

- Thanks to R. Pitts, R. St. Pierre, R. Linares, and L. McLachlan for attending the @6 North Doughty ribbon cutting.
- Thanks to R. Linares and L. McLachlan for attending the Salad House ribbon cutting.
- Grumpy Bobas has been approved by the ARB
- Meadow's Frozen Custard is coming before the ARB
- Project P.U.B. is celebrating their 1 year anniversary
- Hansel 'n Griddle is celebrating their 5 year anniversary
- A new eyeglass store is opening at 50 Post Office Plaza
- Village Brew Pub is going before the planning board
- The project at Main and Warren hopes for first floor occupancy in the late spring

Old Business

None

New Business

Bylaw Revisions: B. Burton covered the reasons for last year's bylaw revisions. R. St. Pierre stated that the Borough Council had issues with the term limits as presented in the revisions and the confidentiality and decency clauses. He pointed to article 3, article 10, and the meeting call-in rule. He also stated he'd like to bring back the secretary to the executive board. G. Stravic asked if the 2017 bylaws are in place. B. Macdonald clarified that they are, and that the municipal ordinance supersedes certain components of them. G. Stravic asked why we are changing them at all. B. Burton replied that DSA would like to work hand in hand with the council and have them approved. G. Stravic asked if we have the streetscape plan of 1991 referred to in the original bylaws. B. Macdonald replied that the document is part of the master plan. R. St. Pierre confirmed that he has the document. B. Macdonald further clarified that it is not a traditional role of an improvement district to execute a streetscape plan. R. Aulenbach asked about any temporal requirements to update bylaws. B. Macdonald replied that there are none. L. McLachlan asked

which specific aspects of article 3 and article 10 the council has issue with. R. St. Pierre replied term limits, aspects of the confidentiality and conflict of interest clause, and phone usage. G. Stravic asked if DSA used any other organization's bylaws as models. B. Burton replied yes, and that a professional non-profit advisor helped create the bylaws as well. R. Aulenbach picked out 3.06, 5.08, 10.01 and 10.02. R. St. Pierre suggested that the board not change anything until the executive committee meets with the governance committee to discuss changes. G. Stravic stated that in her board experience, discussion and voting over the phone is allowed.

Review of bylaw sections 3.06, 3.08, 3.11, 5.08, 10.01, 10.02 and the Secretary by Governance and Executive committees

R. St. Pierre asked for a motion. R. Aulenbach moved to approve. L. McLachlan seconded same.

- Yea: G. Storms, A. Monetti, G. Stravic, B. Burton, L. McLachlan, R. Aulenbach, M. Seader, E. Staller, R. St. Pierre
- Nay: None
- Abstain: None
- Recuse: None

Communications

None

Open Public Session

Tony Brokenborough (Carol's Creative Chocolatez): Congrats to new members. Thanks for leveling the playing field. Promoting the town is needed in the face of Amazon.

Mayor Ellen Brain: On Thursday at 7:00 pm, she is holding an initial meeting on parking adjustments along with R. Pitts, Penny Milligan, Bonnie Allen, G. Storms, Kevin Sluka, Mike Cole, and R. St. Pierre. The meeting is not open to the public. R. Aulenbach asked for followup from the meeting. Mayor Brain agreed. R. St. Pierre agreed to bring the information back.

Special Meeting Announcement

A special budget meeting will be held on Monday the 26 of February at 7:00 pm. It is open to the public.

Adjournment

B. Burton motioned to adjourn the meeting. G. Storms seconded same.

- Yea: G. Storms, A. Monetti, G. Stravic, B. Burton, L. McLachlan, R. Aulenbach, M. Seader, E. Staller, R. St. Pierre
- Nay: None
- Abstain: None
- Recuse: None