

TremontWest DEVELOPMENT CORPORATION Board of Directors Meeting Agenda
June 16, 2022

1. Call Meeting to Order (6:40)

Kate O'neil, Jenny Rodriguez, Dan Cotter, Fred Calatrello, Seronica Powell, Darren Triplett, Carolyn Bentley, Grace French (Zoom), Lynn Murray, Rich Sosenko, Cory Riordan, Tom Tosuksri, Guests Deb Smith, Jennifer Hargrave, Jonathan Greever

Introductions, Cory mentioned Joe Chura submitted resignation (dental procedure, could not be here today). Lynn Murray running the meeting until she resigns and will hand off to presumed Board President, Seronica

2. Approve Minutes (6:32)

Jaime motions to approve minutes, Fred seconds

Board members note that minutes provided were for March, will postpone approval until July's meeting

3. ACTION ITEM: Due to lack of quorum at the Annual Meeting, the Board members with expiring terms will resign their seats and the Board will appoint to new Board members to the vacated seats (6:35)

Second time this has occurred Per Robert's rules, board members that terms are ending will resign, and they will be filled one at a time.

Board President Carolyn nominates Seronica, Kate seconds. No other nominations.

Seronica resigns seat as first Vice President and Board seat

Unanimous approval, accepted

Lynn passes to Seronica

2nd Vice President. Lynn resigns from her seat

If going according to unofficial vote totals: Deb Smith most votes

Tom nominates Deb Smith, Seronica seconds

Unanimous approval, accepted

Jaime Declet resigns his seat

Dan nominates Jaime, Jason seconds

Unanimous approval, accepted

Dan Cotter resigns his seat

Jaime nominates Dan, Kate seconds

Unanimous approval, accepted

Rich Sosenko resigns his seat

Jaime nominates Rich, Jenny seconds

Unanimous approval, accepted

Josh Wright indicates he is no longer interested in continuing as a board candidate, board declares seat open

Dan nominates Jonathan Greever, Fred seconds

Unanimous approval, accepted

4. ACTION ITEM: Appointment of Chairs/Vice Chairs to Committees (7:05)

A. Finance Committee (Finance Chair is Treasurer)

B. Executive Committee

a. Vice President

Kate nominates Tom, Tom accepts

Unanimous approval

b. 2nd Vice President

Jaime nominates Kate, Dan seconds; Kate accepts

Unanimous approval

c. Secretary

Tom nominates Carolyn, Kate seconds; Carolyn accepts

Unanimous approval

d. Treasurer (Finance Chair is Treasurer)

Darren nominates Dan Imfeld, Jenny seconds; Dan accepts

Unanimous approval

C. Economic Development Committee

Dan C nominates Jaime, Fred seconds; Jaime accepts

Unanimous approval

D. Safety Committee

Jaime nominate Dan C, Kate seconds; Dan C accepts

Unanimous approval

E. Governance Committee

Generally start meeting with November timeframe; Lynn stepped down from board and was former chair. Grace has sat as a committee member (questions about potential conflict with Library related matters. Will revisit this committee in July meeting

F. Ad Hoc Committees- The Board has the power to create ad hoc committees to address the needs of the Board throughout the year. Examples include the Fundraising Committee, Nominating Committee, Arts Committee, Strategic Planning Committee.

Kate O'Neil previously chaired Fundraising Committee

Seronica nominates Kate, Carolyn seconds

Unanimous approval

Nominating committee put together by Governance committee (January)

Arts committee can be filled later

Strategic planning can be filled later

5. ACTION/DISCUSSION ITEM: Representatives to serve on partnership organizations Boards and Committees (7:35)

A. CHN Partners- currently served by Seronica Powell

Seronica has tentatively accepted to ensure TWDC had representative appointed, but can change with further board interest

Dan has sat on board prior, Tom worked there for 13 years and abstains from membership as wife is employee.

Community development organization offering multitude of services in Cleveland and surrounding states, housing related and others.

B. Flats Forward- Currently served by Lynn Murray

One person operation, housed within Downtown Cleveland Alliance. Committee structure, lots of business involvement and planning. Can be interesting for Irishtown Bend residents as it relates to new development activity adjacent

Dan C nominates Jenny, Jaime seconds

Unanimous approval

C. Near West Partners- The Executive Committee of Tremont West serves as half of the Board of Directors of Near West Partners with the subtraction of one (4 members from Tremont West).

All Executive Committee, less Vice President

D. Near West Land Trust- Near West Partners nominates Board members for Near West Land Trust. Currently, Dan Cotter serves on this Board.

2 seats each for TWDC and OCI; 5 seats for community members and non profit representatives; appointed by Near West Partners; TWDC seats are filled by Seronica and Dan Imfeld

6 homes in NWLT, assumed from former Land Trust. 4 rental units on W 45th st. Acquisition Rehab activity by TWDC earmarked for Land Trust, working through financing. New Construction stalled due to increased construction costs.

Requesting ARPA allocation of \$3M for Land Trust (10 new construction home). Councilwoman Santana moved this project forward as one of her signatures.

6. Executive Director Report (7:55)

Anita Watson hired: Extensive 20+ year career in property management with a variety of portfolio including non profits, commercial, etc. Fairview Gardens building is primary PM activity. Famicos was managing, had PM staff resign, and as of May 15th no longer managing property (notice sent May 10th). TWDC assumed property management, OHFA monitoring. Some compliance issues and maintenance issues: Recertification on building, must take ownership interest (99% owned by NWLT, OCI owns 1%, TWDC will own 0.25% of 1%). Liability insurance requested at the last meeting has been secured. Legal liability: per community legal advice, this is a common practice, but seeking legal opinion on ownership interest and exposure.

Jonathan Greever suggested attorney that has written legal opinion.

Khalid resigned. Posted his replacement position on June 10th. Competitive job market. Potential internal candidate.

Constantinos grant: Health Foods Finance Grant 2016, created a loan to \$649,649 for Constantinos. \$200K was spent, aborted, requested \$449,649 back, Constantinos did not return funds and proposed 8 year repayment. Consulted Federal Gov't on any recourse for TWDC as well as Sen. Brown. Could not recommend. TWDC confirmed through attorney that 8 year repayment is still on table.

Update: Children & Families Office of Grants Management letter, initial notification to close out grants that were closed out 18 months ago. Wait to hear from Children & Families to see if there is any action prior to agreeing to a repayment plan. Will need 8 year extension requested with Children & Families Office of Grants Management.

Taste of Tremont - Spindrift will run Beer Garden (fewer volunteers needed and less cash liability). Will need volunteers for tents for Tshirt sales, etc. July 17th

7. Committee Reports (8:05)

Finance Committee

Review audit - still procuring, hoping to have recommendation next board meeting

Motion to approve financials and budget: Jaime Motios, Jason seconds, Unanimous approval

Economic Development Committee

Three projects:

University Inn - Giancarlo will propose building where Sokolowski's was. Not been to City of Cleveland Board of Zoning yet, have not yet rezoned. Had informational review with Central block club. Taking in information and adjusting plans. Adjacent neighbors expressed issues with project to TWDC. Was to plan to review concerns with neighbor and Giancarlo and team. Cory expressed their concerns as neighbors could not attend - balconies overlooking backyards, etc. Developers willing to make adjustments. Final issue - compromised / killed project? Neighbors did not attend block club. Fred attended and mentioned developer team was forthcoming and reasonable, and has been willing to take feedback. City of Cleveland wants project to happen. Included Cantilever bridge, Canalway partners expressed some issues with how it affects towpath. Recommended trail-focused design and integration. Had made changes since Central Block club prior to Economic Development.

W 20th & Court - behind Trio building - voted to support; Community benefits agreement to be signed, for \$40K to Lincoln Hts fund, 20% affordable @ 100% AMI affordable units, with Lincoln Hts block club coordination. Green space incorporated that integrates with overlook.

W 14th funeral home - converted to residence, requests now to convert back to business

Meets 1st Thursday of each month at 6:30PM at South Branch Library (hybrid with Zoom)

Safety Committee

Safety committee meets 2nd Wednesday of each month at 6PM (via Zoom); contact Cory Riordan to be added to the list

Finance Committee

Monday prior to Board of Directors meeting (third Thursday of each month), by Zoom

Immediately before Executive Committee, which is also by Zoom

Governance Committee

Meeting schedule to be determined when chair is appointed

Celebrate Tremont Fundraiser Committee

Starting to meet and get moving on planning. 18 month cycle? Gives break to volunteers and sponsors, can increase per event revenue (based on other non profit experience). Finances - PPP covered gap when Celebrate Tremont, Taste of Tremont did not happen. Staffing by tents is also an issue generally - Taste is anticipated to have less revenue. Decision needed today/early July.

Dan - suggests continuing annually, even if smaller event, to keep budget consistent. Seronica regular attendees plan to attend annually. Tom April does not give more leeway for outdoor event, Summer signature is Taste of Tremont

Decision - stay with Annual

8. New Business (8:15)

Fred is on board for Arts Renaissance Tremont, 501c3 organization, promotes concerts in Tremont for 32 years. All free and rely on private donations and foundations, no staff. Has been held at Pilgrim. Recently moved to St. Wendelin's - worked out very well. Fred is board president and is the youngest, seeking candidates that are in Tremont (other members are from other parts of the city). Low maintenance position - volunteers for day of events, etc. Three board meetings annually at Fred's home. Zoom meetings for intermittent issues. Former founder passed away. Cavani string quartet to be artistic director. Presents range of music - primarily classical, burning river brass, paul ferguson jazz orchestra, salsa groups

9. Old Business (8:15)

10. Adjourn (8:20)

Fred Motions to adjourn, Jenny seconds, meeting adjourned

TREMONT WEST DEVELOPMENT CORPORATION 2022 BOARD OF DIRECTORS UNOFFICIAL BALLOT RESULTS (NO QUORUM)

**FOR THE OFFICE OF PRESIDENT (SERVING 1, ONE-YEAR TERM 2022-2023)
PLEASE VOTE FOR NO MORE THAN ONE (1) CANDIDATE**

Seronica Powell 83

Write-In Candidate

0

FOR THE OFFICE OF DIRECTOR PLEASE VOTE FOR NO MORE THAN FIVE (5) CANDIDATES (SERVING 1, THREE YEAR TERM 2022-2024)

o

Dan Cotter 74

Katie Rush 28

o

Jaime Declet 79

Deborah Smith 79

o

Jonathan Greever 30

Rich Sosenko 63

James Lamb 16

o

Vince Williams 17

Allison McCurdy 27

o

Write-In Candidate

Write-In Candidate Jason Petroff 1

Executive Director's Report June 16, 2022

Property Management

We have a new Property Manager, Anita Watson. Anita has over 20 years of experience in property management.

Tremont West, in partnership with Ohio City Inc., have been working to transition property management of Fairview Gardens, a 40 unit Senior affordable housing building owned by Ohio City, to Tremont West. Due to unforeseen circumstances, Famicos exited property management of the building at the end of May. We have been scrambling to get everything in order after the abrupt departure. So far, we have been able to handle the transition and start providing a higher quality property management experience for residents. A few items remain that will take a bit longer.

Ownership Interest in Fairview Gardens

This was brought to the attention of the Board when we were initially discussing transition of the building back in early 2022. Tremont West will need to take a portion of ownership as the property manager, .25%, in order to meet requirements set up by Ohio Housing Finance Agency (OHFA). At that time, the Board expressed interest in ensuring we were named additionally insured on the insurance policy and received a legal opinion on our exposure due to the ownership interest. Please see attached insurance policy. I have been unable to obtain a legal opinion at this point but am working on it.

Director of Housing and Economic Development Position Posted

Khalid Hawthorne left this position effective May 31, 2022. I posted the position on Indeed on 6/10/2022. I have a few applicants. Please share with anyone who may be interested.

Strategic Planning

This is an item we should be working to complete in 2022. We were unsuccessful with our first attempt at grant funding. We have asked Cleveland Neighborhood Progress to prioritize funding this for our organization(s). We are looking to complete a joint strategic plan with Ohio City Inc. and our shared entities, Near West Partners and Near West Land Trust. Tremont would have goals specific to the neighborhood in any format we pursue.

CED-HFFI Grant (Constantino's)

This has been a long, ongoing multi-year conversation at the Board. The Board recommended and authorized funding to pursue legal counsel to finalize our approach to the delinquent loan owed to us. Matt Yourkovitch (our current legal counsel) reached out to the attorney for Constantino's to confirm that the re-payment terms offered last year (8 years of the remaining balance after project related expenses) was still on the table. It was confirmed that it still is. Next step is to retain counsel that can finalize an arrangement.

Taste of Tremont

Taste of Tremont is returning in 2022 on Sunday July 17th! We have reduced the need for volunteers by having Spindrift Management run the beer garden. We will need volunteers **to** staff the information tent in front of the Tremont West offices. Please watch your email for request for Board volunteers.

Budget

A budget for the July 1 2022- June 30 2023 should be ready for review and approval

(pending Finance Committee recommendation) at the July Board meeting.

Auditor

Our auditor retired after many years of completing our audit. The Finance Committee is in the process of reviewing potential replacements.