

**REGULAR MEETING OF THE
FLAGSTAFF DOWNTOWN BUSINESS IMPROVEMENT
AND REVITALIZATION DISTRICT**

**Tuesday, January 6, 2015 – 10:00 AM
Staff Conference Room – Second Floor
Flagstaff City Hall – 211 West Aspen, Flagstaff, Arizona**

MINUTES

1. Call to Order

Chairman VanLandingham called the meeting to order at 10:04 a.m.

2. Roll Call

Present:

Absent:

Chairman John VanLandingham

None

Member Antoinette Beiser

Member David Stilley

Others present: District Attorney Dana Kjellgren; District Clerk Elizabeth Burke;
District Treasurer Brandi Suda; Mark Lamberson.

3. Approval of Minutes of the Board meeting of December 2, 2014.

Member Stilley moved to approve the minutes of December 2; 2014; seconded; passed unanimously.

4. Review/approval of November 2014 financial report.

Member Stilley moved to approve the November 2014 financial report as presented (Exhibit A attached hereto and made a part hereof); seconded; passed unanimously.

5. Update of DBA Executive Director recruitment efforts.

Mark Lamberson reported that the DBA had made a tentative offer to an applicant and they are currently in negotiations. It had been delayed due to the holidays, but they hope to be able to make the offer public within the next few weeks.

6. Consideration of contract with Steele Wotkyns for chronicling of the FDBIRD through the past calendar year.

Chairman VanLandingham said that while the formal activities of the District have been documented on the web over the last year, he had previously proposed that a more reader-friendly version of the District's history be formulated. The contract before the Board for consideration would direct Steele Wotkyns to prepare such a report at a NTE amount of \$500 and it would be posted on the website and possibly mailed to the property owners for informational purposes.

Member Stilley moved to approve the contract with Steele Wotkyns; seconded; passed unanimously.

7. Approval of an Independent Contract with Brandi Suda for district treasurer services for calendar year 2015.

Chairman VanLandingham reported that the IGA between the District and the City of Flagstaff required that by the end of 2014 the District appoint its own Clerk and Treasurer. He noted that a contract had previously been presented and approved for the clerk position; today they were considering a contract with Brandi Suda to serve as the District Treasurer.

Member Stilley moved to approve the independent contract with Brandi Suda for district treasurer services for calendar year 2015; seconded; passed unanimously.

8. Update on February 25, 2015, Board of Director Election.

Ms. Burke reported that the Notice of Election would be published this Friday and the following Friday in the newspaper. Additionally, a notice would be mailed to each property owner this week.

She reported that candidate packets (consisting of a Nomination Paper and petitions including the signatures of at least five property owners) were to be filed with the District Clerk's Office by Thursday, January 15, 2015, at 5:00 p.m. She added that if no more than five candidates filed paperwork to have their name placed on the ballot, the election would be cancelled, pursuant to Arizona Revised Statutes.

Brief review of the form of petition was held and Ms. Burke noted that she would clarify on the website the appropriate method of printing.

9. PUBLIC PARTICIATION

Public Participation enables the public to address the Board about an item that is not on the agenda. Comments relating to items that are on the agenda will be taken at the time that the item is discussed.

Mr. Lamberson congratulated the Board in adopting the resolution to expand the size of the Board to five members.

10. Report of Board of Directors.

Brief discussion was held on the possibility of changing to quarterly meetings after the election and a new Director was on board; to be considered further at a future meeting.

Ms. Kjellgren reminded Board members to be cautious and not use "serial communications" through e-mail.

11. Adjournment

The Regular Meeting of the Board of Directors of the Flagstaff Downtown Business Improvement and Revitalization District held January 6, 2015, adjourned at 10:32 p.m.

John VanLandingham, Chairman

ATTEST:

Elizabeth A. Burke, District Clerk

Johanna Klomann, CPA, PLLC

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Flagstaff Downtown Business Improvement
Flagstaff, AZ

Dear Board of Directors:

ACCOUNTANTS COMPILATION REPORT

I have compiled the accompanying balance sheet for Flagstaff Downtown Business Improvement (a not for profit organization) as of November 30, 2014, and the related budget to actual income statement on the accrual basis of accounting, in accordance with Statements on Standards for Accounting and Review Services issued by the American Institute of Certified Public Accountants. I have not audited or reviewed the accompanying financial statements and, accordingly, do not express an opinion or provide any assurance about whether the financial statements are in accordance with U.S. generally accepted accounting principles.

Management is responsible for the preparation and fair presentation of the financial statements in accordance with U.S. generally accepted accounting principles and for designing, implementing, and maintaining internal control relevant to the preparation and fair presentation of the financial statements.

My responsibility is to conduct the compilation in accordance with Statements on Standards for Accounting and Review Services issued by the American Institute of Certified Public Accountants. The objective of a compilation is to assist management in presenting financial information in the form of financial statements without undertaking to obtain or provide any assurance that there are no material modifications that should be made to the financial statements.

Management has elected to omit substantially all of the disclosures ordinarily included in financial statements prepared in accordance with U.S. generally accepted accounting principles. If the omitted disclosures were included in the financial statements, they might influence the user's conclusions about the organization's assets, liabilities, net assets, revenue, and expenses. Accordingly, the financial statements are not designed for those who are not informed about such matters.

I am not independent with respect to Flagstaff Downtown Business Improvement as of and for the month ended November 30, 2014, because I performed certain accounting services that impaired my independence.



Johanna Klomann, CPA
December 9, 2014

FDBIRD
Profit & Loss Budget vs. Actual
 July through November 2014

	Jul - Nov 14	Budget	\$ Over Budget
Ordinary Income/Expense			
Income			
BID Prop. Tax Assess. May	0.00	63,749.00	-63,749.00
BID Prop. Tax Assess. Nov.	39,934.46	63,749.00	-23,814.54
Carry Forwards	0.00	0.00	0.00
City of Flagstaff	12,373.00	11,870.00	503.00
Coconino County	28,888.00	29,132.00	-244.00
Interest Earned	338.43		
Other Contributions			
City of Flagstaff IGA	127,000.00	127,000.00	0.00
One Time Infrastructure Project	0.00	0.00	0.00
Total Other Contributions	<u>127,000.00</u>	<u>127,000.00</u>	<u>0.00</u>
Total Income	208,533.89	295,500.00	-86,966.11
Expense			
Accounting (Audit & Tax)	0.00	9,000.00	-9,000.00
Bookkeeping	337.50	1,800.00	-1,462.50
Legal Fees	17,231.45	18,700.00	-1,468.55
Management Expenses	1,575.00	218,900.00	-217,325.00
Website	0.00	9,300.00	-9,300.00
Total Expense	<u>19,143.95</u>	<u>257,700.00</u>	<u>-238,556.05</u>
Net Ordinary Income	<u>189,389.94</u>	<u>37,800.00</u>	<u>151,589.94</u>
Net Income	<u><u>189,389.94</u></u>	<u><u>37,800.00</u></u>	<u><u>151,589.94</u></u>

8:48 AM
12/09/14
Accrual Basis

FDBIRD
Balance Sheet
As of November 30, 2014

	<u>Nov 30, 14</u>
ASSETS	
Current Assets	
Checking/Savings	
BBVA Checking	60,163.51
BBVA Money Mkt	<u>129,226.43</u>
Total Checking/Savings	<u>189,389.94</u>
Total Current Assets	<u>189,389.94</u>
TOTAL ASSETS	<u>189,389.94</u>
LIABILITIES & EQUITY	
Equity	
Net Income	<u>189,389.94</u>
Total Equity	<u>189,389.94</u>
TOTAL LIABILITIES & EQUITY	<u>189,389.94</u>

8:48 AM

12/09/14

Accrual Basis

FDBIRD
General Ledger
 As of November 30, 2014

Type	Date	Num	Adj	Name	Memo	Split	Debit	Credit	Balance
BBVA Checking									28,162.05
Check	11/12/2014	1002		Johanna Klomann C...		Bookkeeping		100.00	28,062.05
Deposit	11/14/2014				Deposit	BID Prop. Tax ...	32,101.46		60,163.51
Total BBVA Checking							32,101.46	100.00	60,163.51
BBVA Money Mkt									129,116.77
Deposit	11/03/2014				Interest	Interest Earned	109.66		129,226.43
Total BBVA Money Mkt							109.66	0.00	129,226.43
Furniture and Equipment									0.00
Total Furniture and Equipment									0.00
Marketable Securities									0.00
Total Marketable Securities									0.00
Other Assets									0.00
Total Other Assets									0.00
Security Deposits Asset									0.00
Total Security Deposits Asset									0.00
Payroll Liabilities									0.00
Total Payroll Liabilities									0.00
Other Liabilities									0.00
Total Other Liabilities									0.00
Opening Balance Equity									0.00
Total Opening Balance Equity									0.00
Perm. Restricted Net Assets									0.00
Total Perm. Restricted Net Assets									0.00
Temp. Restricted Net Assets									0.00
Total Temp. Restricted Net Assets									0.00
Unrestricted Net Assets									0.00
Total Unrestricted Net Assets									0.00
BID Prop. Tax Assess. May									0.00
Total BID Prop. Tax Assess. May									0.00
BID Prop. Tax Assess. Nov.									-7,833.00
Deposit	11/14/2014				October Prop...	BBVA Checking		32,101.46	-39,934.46
Total BID Prop. Tax Assess. Nov.							0.00	32,101.46	-39,934.46
Carry Forwards									0.00
Total Carry Forwards									0.00
City of Flagstaff									-12,373.00
Total City of Flagstaff									-12,373.00
Coconino County									-28,888.00
Total Coconino County									-28,888.00
Events									0.00
Total Events									0.00
Grants									0.00
Total Grants									0.00
Interest Earned									-228.77
Deposit	11/03/2014				Interest	BBVA Money Mkt		109.66	-338.43
Total Interest Earned							0.00	109.66	-338.43
Other Contributions									-127,000.00
City of Flagstaff IGA									-127,000.00
Total City of Flagstaff IGA									-127,000.00
One Time Infrastructure Project									0.00
Total One Time Infrastructure Project									0.00
Other Contributions - Other									0.00
Total Other Contributions - Other									0.00
Total Other Contributions									-127,000.00
Sponsorships									0.00
Total Sponsorships									0.00
Accounting (Audit & Tax)									0.00
Total Accounting (Audit & Tax)									0.00
Bookkeeping									237.50
Check	11/12/2014	1002		Johanna Klomann C...		BBVA Checking	100.00		337.50
Total Bookkeeping							100.00	0.00	337.50
Legal Fees									17,231.45

8:48 AM

12/09/14

Accrual Basis

FDBIRD
General Ledger
As of November 30, 2014

Type	Date	Num	Adj	Name	Memo	Split	Debit	Credit	Balance
Total Legal Fees									17,231.45
Management Expenses									1,575.00
Total Management Expenses									1,575.00
Payroll Expenses									0.00
Total Payroll Expenses									0.00
Website									0.00
Total Website									0.00
Ask My Accountant									0.00
Total Ask My Accountant									0.00
No acct									0.00
Total no acct									0.00
TOTAL							32,311.12	32,311.12	0.00