

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

**Tuesday, February 2, 2016 – 10:00 AM  
Staff Conference Room – Second Floor  
Flagstaff City Hall – 211 West Aspen, Flagstaff, Arizona**

**MINUTES**

**NOTICE OF OPTION TO RECESS INTO EXECUTIVE SESSION**

*Pursuant to A.R.S. §38-431.02, notice is hereby given to the members of the FDBIRD Board of Directors and to the general public that, at this meeting, the Board may vote to go into executive session, which will not be open to the public, for legal advice and discussion with the District's attorney on any item listed on the following agenda, pursuant to A.R.S. §38-431.03(A)(3).*

1. Call to Order

Chairman Stilley called the special meeting of February 2, 2016, to order at 10:03 a.m.

2. Roll Call

PRESENT:

Chairman David Stilley  
Vice Chairman Karen Kinne-Herman (telephonically)  
Member John VanLandingham  
Member Antoinette Beiser (arrived at 10:11 a.m.)

ABSENT:

Member Tim Kinney

Others present: District Attorney Dana Kjellgren; District Clerk Elizabeth Burke; District Treasurer Brandi Suda; FDDB Director Terry Madekzsa (arrived at 10:11 a.m.).

3. Approval of Minutes of the Board meeting of January 5, 2016.

**Member VanLandingham moved to approve the minutes of January 5, 2016; seconded; passed unanimously.**

4. Approval of Financial Statement for December 2015.

**Vice Chairman Kinne-Herman moved to approve the Financial Statement for December 2015; seconded; passed unanimously.**

5. Consideration of Amendment No. 1 to the Agreement for Management Services between the Flagstaff Downtown Business Improvement and Revitalization District and the Flagstaff Downtown Business Alliance.

**Chairman Stilley moved to approve Amendment No. 1 to the Agreement for Management Services between the Flagstaff Downtown Business Improvement and Revitalization District and the Flagstaff Downtown Business Alliance; seconded.**

It was clarified that this amendment would provide for biannual payments to the FDDB for management services. Ms. Suda added that in the future there would be a report out prior to the payment.

It was noted that the annual report to City Council has been placed on the Working Calendar of the City (for February 23, 2016).

Ms. Kjellgren noted that there was one more deliverable due before June of 2016.

**Motion passed unanimously.**

6. Discussion and Consideration of Authorization for Bi-Annual Payment to the FDBA for the Management Contract, Year 2.

**Member VanLandingham moved to approve and issue the payment for October 2015, in the amount of \$79,250.00; seconded; passed unanimously.**

7. Monthly Update by FDBA Executive Director Terry Madeksza.

Chairman Stilley noted that Ms. Madeksza was not present, but she had provided a thorough report at the regular meeting.

8. Update on Tax Receipts from November 2015.

Ms. Suda reported that 99.4% of the taxes for 2014 have been collected and they are at 58% of the collections for 2015 as of the end of December.

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.*

None.

10. Report of Board of Directors.

The budget calendar was briefly reviewed and staff was asked to distribute a copy to everyone.

Member Beiser and Ms. Madeksza arrived at this time (10:11 a.m.)

Ms. Suda reported that she would have a draft of the audit RFP for everyone to look at by Sunday.

Ms. Madeksza passed out the Work Plan for 2016 (Exhibit A attached hereto) for everyone's review, and agreed to distribute to everyone.

11. Adjournment

The Special Meeting of the Flagstaff Downtown Business Improvement and Revitalization District Board of Directors held February 2, 2016, adjourned at 10:15 a.m.

---

David Stilley, Chairman

ATTEST:

---

Elizabeth A. Burke, District Clerk