



**RECORD OF PROCEEDINGS**  
**MINUTES OF THE MEETING**  
**OF THE BOARD OF DIRECTORS OF**  
**RiNo BUSINESS IMPROVEMENT DISTRICT**

**HELD:**

Wednesday, January 24, 2024, 3:00 p.m., Collegiate Peaks Bank RiNo

**ATTENDANCE:**

The meeting of the Board of Directors of the RiNo Business Improvement District, City and County of Denver, Colorado was called and held as shown above and in accordance with the applicable statutes of the State of Colorado, with the following directors present and acting:

Diana Merkel  
Jevon Taylor  
Adam Larkey  
Obe Ariss

Board Members Absent: Carla Mestas

Staff Present: Alye Sharp, Sarah Cawrse, Rob Gray, Adrienne Villa, and Ed Rapp with RiNo Art District.

Other Attendees: Sonia Danielsen

**CALL TO ORDER:**

Director Merkel called the meeting to order.

Director Merkel explained that this is a public meeting and there is a process that public attendees must follow during the public comment period. The Board Chair will open the public comment period and will call on attendees to speak in order they signed up via Zoom chat. Each speaker will get three minutes to speak with no interruptions and the comment period is capped at 30 minutes or the equivalent of 10 speakers.

**APPROVAL OF BOARD MEETING MINUTES:**

Director Merkel motioned to approve the 12/07/23 BID Board Meeting Minutes. The motion was seconded and unanimously approved by the Board.

**PUBLIC COMMENT:**

There was no public comment at this meeting.

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**APPROVAL OF BID FINANCIAL STATEMENTS:**

Mr. Rapp presented the RiNo BID Financial Statements as of 12/31/23:

As of 12/31/23:

- Cash in the bank at the end of the period is \$792,990
- YTD Net Income (NI) is a loss of (\$328,993) vs. a budgeted loss of (\$455,145)
- YTD Revenue achievement of \$2,402,304 is 99% of budget
- YTD General expenses are 1% under budget
- YTD Advocacy expenses are 10% under budget
- YTD Branding, Marketing and Activation expenses are 9% under budget
- YTD Infrastructure expenses are 9% under budget
- YTD Creatives/Entrepreneurial expenses are 1% over budget
- All Bank Reconciliations have been completed through December 31, 2023

Mr. Rapp shared that a transfer of \$116,000 will be completed. Ms. Sharp added that we have put a new transfer process in place when BID funds a RAD or KRW project. Ms. Villa will invoice that organization for the reimbursement. This will happen on each fund transfer. This will be a new process that Ms. Villa will work with Ms. Zuppa to implement.

Director Merkel motioned to approve the 2023 BID financial statements. The board unanimously voted and approved.

**VOTING MATTERS:**

*Board Officer Positions* - Ms. Cawrse shared that the Board Officer positions will be voted on in February. Prior to the vote, current board officers should determine if they will remain in the position. The BID Board will also discuss who would be best to fill open positions. Ms. Sharp added that we will be collaborating with a governance consultant to help with board management. This will include updating the board books, in which officer duties are listed.

*Designation of BID Board Meeting Posting Site* – It is required that we post the BID Board Meeting details for the public.

Director Merkel motioned to approve of posting all BID Board Meeting details on the RiNo Art District website; the board unanimously approved.

*Additional signers to Collegiate Peaks Bank* – With the resignation of Ms. Von Guinness, it is necessary to remove Ms. Von Guinness as a BID bank signer and add Ms. Cawrse and Ms. Sharp as bank signers. Director Merkel motioned to approve; the board unanimously approved.

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Ms. Sharp shared that Ms. Von Guinness officially resigned. Ms. Sharpe and Ms. Cawrse are now the interim Co-Directors, Ms. Sharp will manage RAD & KRW, while Ms. Cawrse will manage BID & GID. Ms. Sharp ensured that there will be more visibility when funds are spent in RAD that are funded by GID. This will be done via invoicing by Ms. Villa. It was added that the Co-Directors will check in with Executive Committee after 6 months.

*Board Governance Consultant Contract* – Ms. Cawrse shared that a proposal has been included in the BID board packet for Kate Kalstein Consulting, a board governance consultant. The proposal includes:

- Evaluation of organizational structure and governance
- Develop a strategic board handbook, which would include clarifying roles and responsibilities
- Recommendations for conducting meetings and coordination between boards as well as staff

The cost is \$20,000 which would be split by all 4 organizations.

This is not a formal vote and asking BID if there are any questions or feedback.

*Denver Fringe Festival* – Ms. Sharp gave a brief overview of last year’s Denver Fringe Festival followed by a funding increase request of \$20,000 for 2024. It was noted that BID already approved \$25,000 to be transferred to KRW this year.

The 2024 expansion of programming would include:

**Year-round programming:**

- ongoing Fringe Remix series
- Fringe Voices series
- panel discussions
- workshops
- meetups

**Additional FREE Inclusive Arts Activations:**

- visual art show
- live art demonstrations
- performance pop-ups
- free street performance
- dance, circus, music

Funding increase of \$20,000:  
\$10-\$15,000 for artist stipends  
\$4,000 additional staffing  
\$1,000 awards to visual artists

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Does the BID Board approve to use \$45,000 from 8424 Creative Support line item to fund the Denver Fringe Festival?

The board requests that RiNo should increase the number of social posts as part of this sponsorship as well as noting that Denver Fringe Festival should promote more.

### **INFORMATIONAL MATTERS:**

*BID Renewal* – Mr. Tom George with Spencer Fane discussed the upcoming RiNo BID Renewal with the board members. Here are the key takeaways.

- There are about 12-15 BIDs in Denver – other creative district BIDs are Santa Fe, Colfax Mayfair (does not have a renewal process)
- This is the 1<sup>st</sup> year that any BID has been up for a renewal
- Working with Mr. Michael Kerrigan with the City of Denver on timeline and necessary documents that must be submitted by September.
- GID is 1<sup>st</sup> GID in Denver – exists until Mill Levy loan is paid off – 30 years

Here is the draft timeline for the renewal process:

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## BID Renewal – *Draft* Timeline

JAN	FEB	MAR	APR	MAY	JUN	JUL	AUG



- Compile Data and Information
- Outreach & Communications
  - Ex: 10-year Anniversary Report
- Engage & Inform the Community
  - RiNo Talks & Annual Meeting
  - Individual Meetings (city council, property/business owners, etc.)
  - Other Meetings & Events



## BID Renewal – *Draft* Timeline

JAN	FEB	MAR	APR	MAY	JUN	JUL	AUG



- Engage the Community
  - Small and/or Large Format Community Meeting(s)
  - Potential Questionnaire



## BID Renewal – *Draft* Timeline

JAN	FEB	MAR	APR	MAY	JUN	JUL	AUG



- Compile Community Feedback & Information
  - Distribute to the BID Board
- BID Board Meeting
  - Public Hearing
  - BID Board Vote



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*Board Recruitment* – There were 10 applications submitted for the BID Board. Ms. Cawrse suggested that the BID create a selection committee of two board members to confirm who to interview and provide recommendations for additional recruitment. The selected candidates would be invited to the 2/28 board meeting. It was noted that no one from Globeville applied.

Director Merkel and Director Taylor were picked as the selection committee and will review the applications on Friday, January 26<sup>th</sup>.

*Disclosures of Conflict of Interest Forms* – Ms. Villa will send the forms to the BID Board via DocuSign.

*Overview of meeting/event dates* – here is a list of important meetings and events

February 8 – RiNo Talks at REVEL

February 28 – Next Board Meeting

March 27 – Board Meeting

April

- Annual Meeting
- Potential Board Retreat (month/date to be confirmed)



*Overview of ongoing projects* - Ms. Cawrse gave a brief update on current project status.

- ArtPark – the HVAC system at the Truss House was recently vandalized and Mr. Gray is actively working on obtaining generators and security. Mr. Gray is also working on the security system with ADT, Wire to Wire, and Mountain Alarm. Ms. Cawrse noted that the water pipes should be blown out to prevent freezing. Ms. Cawrse added that the Board Chairs and staff will meet next week to discuss the ArtPark budget. It was suggested that we work with business owners like Flora, McWhinney, Hurley Place to see if there is a combined effort to prevent more vandalism. Staff are working with the City on insurance claims and will update the board later.
- Streetscape Maintenance – Ms. Cawrse will email RFP to BID Board to provide feedback to be incorporated before finalizing.
- Microtransit (mobility calculator) – continue conversations with Downtown Denver Partnership, community and RiNo. Asking city if there is funding for microtransit & circulators. Montbello & GES pilot programs with the City and there is a plan to expand to other areas of Denver (West Denver) P3 partnership with city, DDP, city possibility.
- Urban Forest Master Plan – Sasaki is finalizing plans now and Ms. Cawrse will update the BID.

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- 2900 Block Larimer Plan – the Larimer Street non-profit organization will fund \$7,500. Ms. Cawrse to provide more info about that organization to the board.

**OTHER BUSINESS:**

There is no other business to discuss.

**ADJOURN:**

There being no further business to come before the Board and upon motion duly made, seconded, and unanimously carried, the meeting was adjourned.

The foregoing minutes constitutes a true and correct copy of the minutes of the above-referenced meeting and was approved by the Board of Directors of the RiNo Business Improvement District.

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Secretary to the Board