



MINUTES OF THE DOWNTOWN MEMPHIS COMMISSION

Friday, March 26, 2021

9:00 A.M.

114 North Main Street

Due to the declarations of a State of Emergency by the President of the United States, the Governor of Tennessee, and the Mayor of Memphis relating to the COVID-19 Pandemic, the Downtown Memphis Commission (DMC) has determined that it is necessary that the meeting be conducted by electronic or other means of communication in order to protect the health, safety and welfare of the public, DMC staff, and DMC board members. This meeting of the DMC was held via Zoom virtual meeting. Board members participated by phone with all materials made available to them as well as the public in advance. Procedures were in place to identify all participants on the call including members of the public and allow for questions and public comment.

Board Members Present: Deni Reilly, John Zeanah (for Mayor Harris), Joann Massey (for Mayor Strickland), Benjamin Orgel, Terry Woodard, Victoria Young, Commissioner Mickell Lowery, Demar Roberts Williams Brack, Julie Ellis, Cheryl Pesce, Elizabeth Low, Councilwoman Cheyenne Johnson, and Senator Raumesh Akbari

Board Members Not Present: Representative Barbara Cooper and John Pontius

Staff Present: Ray Brown, Christine Taylor, Brett Roler, Penelope Springer, Penelope Huston, Abram Lueders, Lauren Bermudez, Kaeyla Willis, Katie Flynn, Jonathan Mosley, Jaske Goff, Eleslie Walker, and Debra Streeter

Guests: James McLaren (Counsel), Paul Young, Janice Banks, Carl Person, Bobbi Gillis, Doug Carpenter, Diamond Young, Cara Greenstein, Mike Humes, Anton Mack, Joseph Makwara, and Member of Public

Deni Reilly determined that a quorum was present and called the meeting to order at 9:02 AM. Before the next agenda item was called, Joann Massey made a motion to adjust the agenda by moving the Nominating report immediately after the minutes. Before the motion was confirmed, Christine Taylor called roll for board members and staff to confirm quorum. Before moving forward, Joann Massey requested to confirm her motion to adjust the agenda. Chairman Reilly commented that the board chair sets the agenda along with the President, which is currently the Interim President Ray Brown and any changes should be sent in writing 3 days prior and she has not received anything. Chairman Reilly acknowledged the motion to move the Nominating Report after the minutes and called for a vote, Joann Massey stated that the board has the authority to set a motion to move or set aside any items on the agenda per the bylaws. Moving forward, we have a motion from Joann Massey to move IV (Nominating Committee Report) to item III, seconded by Julie Ellis, after roll call vote, the motion was passed. Chairman Reilly called for approval of the minutes from February 26, 2021 and March 16, 2021 meetings. Cheryl Pesce motioned to approve the minutes as presented, Demar Roberts seconded the motion, after roll call vote, the motion passed unanimously.

Chairman Reilly called for agenda item V: Nomination Committee Report

Williams Brack presented the nominating committee report. The committee would first like to vote on the timing that the new slate of officers will start to serve. The current slate of officers have continued to serve beyond their terms due to the pandemic, The committee acknowledges the request by Julie Ellis to convene the nominating committee and conducted officer election before the annual DMC meeting. If the board votes to move forward with elections prior to the June meeting, the nominating committee is prepared to present a slate of officers to vote on in today's meeting. If the board approves the new slate, they will immediately assume officer duties and the new chair will conduct the DMC April meeting. The selected officers will serve to June 2022, officer election in June 2021 will be skipped, unless board decides differently. Joann Massey made the motion to elect board officers ahead of the annual meeting in June 2021, Cheryl Pesce seconded the motion, after roll call vote, the motion passed.

(NOTE: Deni Reilly abstained from the vote, Terry Woodard opposed the vote)

Williams Brack continued presenting the nominating committee report. The committee previously polled the DMC board members for interest and input to help determine a slate of officers to present to the board. After thoughtful deliberation the committee present the following slate of officers: Secretary, Elizabeth Low, Treasurer, Williams Brack, Vice Chairman, Demar Roberts and Chairman, Benjamin Orgel. Deni Reilly called for a motion to approve the presented slate of officers. Julie Ellis motioned to approve the presented slate of officers, Cheyenne Johnson seconded the motion. Joann Massey would like to amend the motion and approve each officer individually instead of a slate. After a brief discussion, Cheryl Pesce motioned that the office votes are individual instead of full slate, the motion was seconded by Barbara Cooper, after roll call vote, the motion passed. (NOTE: Deni Reilly and Terry Woodard opposed motion, John Pontius abstained)

Deni Reilly called for approval of Elizabeth Low as DMC Secretary, Joann Massey motion to approve, Julie Ellis seconded the motion, after roll call vote, the motion passed unanimously. Deni Reilly called for approval of Williams Brack as DMC Treasurer, Barbara Cooper motion to approve, John Zeanah seconded the motion, after roll call vote, the motion passed unanimously. Deni Reilly called for approval of Demar Roberts as DMC Vice Chairman, Victoria Young motion to approve, Cheryl Pesce seconded the motion, after roll call vote, the motion passed unanimously. Deni Reilly called for approval of Benjamin Orgel as DMC Chairman, Joann Massey motion to approve, Cheryl Pesce seconded the motion. Cheryl Pesce made brief comments, that she is very excited about the fresh new leadership, they are young, energetic and great as the face of DMC along with Paul Young) Joann Massey concurs with Cheryl Pesce's comments and look forward to the new leadership. Julie Ellis commented that she was proud of the DMC leadership at the joint City and County meeting and thanked Deni Reilly for her service. Barbara Cooper also Deni Reilly for her service, Senator Raumesh Akbari echoed the comments and thanked the staff as well. Joann Massey acknowledged the great work of the DMC staff during this transition. Deni Reilly, again called for approval of Benjamin Orgel as DMC Chairman, Joann Massey motion to approve, Cheryl Pesce seconded the motion. , after roll call vote, the motion passed unanimously.

Chairman Reilly congratulated the newly elected officers and look forward to working with each of them. Representative Barbara Cooper informed board that she has a resolution for the incoming President and Senator Raumesh Akbari has agreed to pay for the framing, She will have it delivered to the DMC office. She also thanked Christine Taylor for her many years of service.

Chairman Reilly called for agenda item III: Chair's Report

Chairman Reilly updated board on staff and affiliated board activities. New incoming President, Paul Young's contract has been signed and finalized, Jennifer Oswald's contract as a special consultant will end

on March 31st and we thank her for her service. Ray Brown also will finish his time as Interim President on March 31st as well, we thank him for his time.

Chairman Reilly called for agenda item IV: Financial Update

Penelope Springer presented monthly financial report and reviewed financial highlights.

Chairman Reilly called for agenda item VI: President's Report

Interim President, Ray Brown made a few brief comments and congratulated the DMC new officers. He reported that the 100 North Main purchase will close before the end of the month. This is his last Presidents Report and would like to thank the board, the staff and Deni Reilly.

Julie Ellis thanked Ray Brown for serving as Interim President and wishes him well. Cheryl Pesce asked question about attending City and County joint meeting, Penelope Huston replied that an invitation was sent out before the meeting to all board members.

Chairman Reilly called for agenda item VII: New Business/ Adjournment

Chairman Reilly made brief closing remarks, thanking the staff for all their work. Seeing no other business, the meeting was adjourned.