



Downtown Fort Worth, Inc.  
Fort Worth Public Improvement District #1  
Advisory Board Meeting

**WEDNESDAY, JANUARY 12, 2022  
MINUTES**

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The Advisory Board for the Fort Worth Public Improvement District #1 met on Wednesday, January 12, 2022 in the Conference Room of Burnett Plaza located at 801 Cherry Street, Fort Worth, Texas 76102.

**Advisory Board Members in Attendance:** Larry Auth, Laura Bird, Johnny Campbell, Gary Cumbie, Amber Finley, Drew Hayden, Marie Holliday, Walter Littlejohn, Michelle Lynn, Rene Massey, Aaron Oquendo, Jed Wagenknecht, and John Yeung. Attending via Zoom were Bryan Eppstein and Don Perfect. By proxy Carlos De La Torre and Mark Michalski.

**Board Members unable to attend:** David Ayres and Taylor Gandy.

**Also in attendance were presenters from Sundance Square:** Michael Shields, Ed Kraus, and Sam Wilson (via Zoom); Christianne Simmons (via Zoom) and Bill Boecker. Also in attendance was Paul Rietema, General Counsel, Sundance Square.

**DFWI Staff present:** Andy Taft, Matt Beard, Nicole Fincher, Brandi Ervin, Becky Fetty and Barbara Sprabary (via Zoom)

**City Staff present:** Arrie Mitchell, Crystal Hinojosa, and Michael Hennig (via Zoom).

With a quorum being present, Chairman Larry Auth called the PID 1 Advisory Board meeting to order. He announced that today's meeting is being recorded via Zoom and also that Sundance Square was recording today's meeting. Two Sundance video cameras were present, one in the back of the room and one in the front of the room.

Chairman Auth asked the PID Advisory Board, guest presenters, and those participating via Zoom to introduce themselves at the start of the meeting.

**CONSIDERATION OF THE NOVEMBER 10, 2021 MINUTES** – Mr. Auth called the Board's attention to the November 10, 2021 minutes. The minutes were emailed prior to today's meeting.

Dr. Marie Holliday asked that a correction be made to the November 10, 2021 minutes: "What I said was that we might want to look at whether or not we could have a hybrid and looking at what they did, and what we were proposing, as opposed to just going ahead and adopting their model."

**UPON A MOTION BY Marie Holliday and duly seconded by Jed Wagenknecht, the PID #1 Advisory Board unanimously approved the November 10, 2021 minutes as corrected.**

**CONSIDERATION OF FIRST QUARTER ACTIVITY REPORT** – Chair Auth called the Board's attention to the first quarter activity report that was emailed prior to today's meeting.

**UPON A MOTION by John Yeung and duly seconded by Marie Holliday, the PID #1 Advisory Board unanimously approved the first quarter activity report as presented.**

**FINANCIAL REPORT FOR 1<sup>st</sup> Quarter (FY21-22)** – Brandi Ervin went over the statement of activities (handout) and highlighted the following:

- **PID #1 Revenues** – The PID #1 has received a total of 24% of assessments and city in-lieu of services payments as of December 31.
- **The PID Generated Revenue Total is \$30,623** – This includes \$7,500 for the Bus Shelter contract and \$23K for Banner revenue.
- **Expenses** – The total operations budget is at 24% of the annual budget.
- **Transportation** – Transportation is at 22%. Under Transportation Planning Projects, the statement of activities line item is at 35% of the budget. The \$10K Fort Worth Bike Share payment was made in December.
- **Marketing** – 19% of the budget.
- **Research** – 16% of budget.
- **Administration** – 20% of budget. Other Expenses is at 51% of the budget. This is due to the IDA conference.
- **Total Operating Expenses** – are at 22% of budget.

**UPON A MOTION BY Gary Cumbie and duly seconded by Jed Wagenknecht, the PID #1 Advisory Board of Directors unanimously approved the Financial Report for the 1<sup>st</sup> Quarter (FY21-22) as presented.**

**ACTION ITEMS:**

Discussion and consideration of a proposed landscaping agreement between Downtown Fort Worth, Inc. and Sundance Square Management, LLC for the City of Fort Worth owned planter beds adjacent to Sundance Square properties.

Mr. Eppstein made the following comments:

- Regarding the first item in the consideration of the planter responsibility agreement, the owners of Sundance wish to remove Section 3 of the proposed agreement which pertains to a prorated refund to Sundance if the agreement is approved by the Board. Sundance wishes to remove that so that the money could be spent for PID purposes elsewhere.
- He would like to show a slide when he makes his comments and asked if he could reserve his comments until after the speakers give their presentations.
- He requested that a copy of the November 4 certificate of appropriateness, which was approved by the Downtown Design Review Board (DDRB), be handed out to the Advisory Board members present at today's meeting, in advance of the speakers giving their presentation. Mr. Taft confirmed that the document is already at everyone's seat and that additional copies are available up front.

**Presentations:**

Michael Shields, Ed Krauss, Christianne Simmons and Bill Boecker each made presentations in support of the proposed Sundance agreement.

Considerable discussion followed. Copies of the Zoom recording are available for review.

**Staff Observations and Recommendations:**

- Changes in ownership, over time, result on a variety of maintenance obligations and philosophies. The PID's long-range views and consistency ensures continuity in accordance with DFWI's contractual responsibilities and across a large, changing, and diverse variety of property owners over time. This is an important benefit of the PID and should be maintained.
- Unknowns associated with outsourcing, potential conflicts, as well as the challenges that come with unwinding them, should be avoided. Maintaining PID responsibility will avoid such conflicts.

- Unilateral property owner action within the city right-of-way should be avoided. Maintaining PID responsibility reduces the potential for unilateral property owner action, assures that the majority of property owners are in agreement and maintains downtown continuity.

**Staff Recommendations to agreement between DFWI and Sundance Management, LLC:**

- Effective immediately, DFWI should rescind all informal agreements.
- Effective immediately, DFWI should be responsible for city planter bed plantings and maintenance, and tree light maintenance per the City contract inside the PID district.

After discussion:

**MOTION:**

**Dr. Marie Holliday moved that DFWI should not have an agreement and the PID should move forward with the responsibilities of the PID. The motion was seconded by Gary Cumbie (in support of the staff's recommendations).**

After further discussion:

**Gary Cumbie called the question.**

Laura Bird asked if he (Mr. Cumbie) would clarify the motion. Mr. Cumbie said "the motion is simply that that we vote on the original motion that Doc made, that we adopt the position that staff recommends. No approval."

Marie Holliday asked if she could restate her motion:

**MOTION: To rescind any informal agreement and to deny approval of the agreement submitted by Sundance Square, which means that DFWI would not go into an agreement.**

After further discussion:

**Chairman Auth called for a vote. With the sole exception of Mr. Eppstein, who opposed, the PID Board voted to support the motion. The motion was approved.**

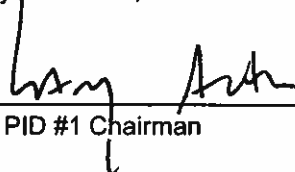
**REQUEST FOR FUTURE AGENDA ITEMS** – There were no requests for future agenda items.

**PRESENTATIONS BY THE PUBLIC** – There were no presentations by the public.

Mr. Beard reminded the Board that the Stock Show Parade is on Saturday. There will be more than 1,000 horses in the parade. Also, the MLK holiday parade is on Monday. Both parades will start on Main Street and head north on Houston Street. Please plan accordingly.

**ADJOURNMENT OF MEETING** – Chairman Auth thanked the Board for today's healthy conversations. With no further business to come before the PID #1 Advisory Board, the meeting was adjourned.

Respectfully Submitted,

  
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Larry Auth, PID #1 Chairman