

Old Town Spring Improvement District



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Minutes of the Regular Monthly Meeting Of Old Town Spring Improvement District Board of Directors

ESTABLISH QUORUM AND CALL MEETING TO ORDER

The Board of Directors of the Old Town Spring Improvement District (OTSID) held a monthly meeting, open to the public, on the 8th day of June 2015, at 5:00 pm at the OTSID office, 606 Spring Cypress Rd., Spring, TX 77373, inside the boundaries of the District and the roll was called of the duly appointed/elected members of the Board, to-wit:

Pam Golden	Position 1-President
Kathy Moore	Position 2-Financial Officer
Clarence Williams	Position 3-Director
Ron Krueger	Position 4-Vice President
Yvonne Denbina	Position 5-Secretary

All of the above Board members were present. Quorum was established. Also in attendance were Kent Clingerman of Harris County Precinct 4, Robin Bobbitt of the Law Firm Radcliffe, Bobbitt, Adams, and Polley, PLLC, Barbara Thomason from the Houston Northwest Chamber of Commerce and Elisabeth Meehan, OTSID Office Administrator.

1. DETERMINATION OF QUORUM: CALL TO ORDER

The Board meeting was called to order at 5:06 pm.

2. APPROVAL OF MINUTES FROM MONTHLY BOARD MEETING ON MAY 11, 2015

Yvonne Denbina reported grammatical corrections had been made to the emailed copy of the minutes. The changes did not affect content of discussion. Denbina noted the grammatical changes made. Upon a motion duly made by Clarence Williams and seconded by Kathy Moore, the Board voted to unanimously accept the corrected minutes from May 11, 2015 as presented and revised.

3. CONSIDER BOOKKEEPERS REPORT

Kathy Moore reported an increase in revenue for May 2015 compared to April 2015. All invoices have been paid for April and May. The account balances listed on the report are current. A motion was made by Yvonne Denbina to approve the Bookkeeper's Report. The motion was seconded by Clarence Williams. The motion unanimously carried. (SEE ATTACHMENT #1)

1. **AUTHORIZATION OF PAYMENT OF INVOICES – MAY 2015 AND JUNE 2015**

Kathy Moore discussed the original meaning of authorization of payment of invoices. They are approved by the financial officer or approved by the adopted budget. Excessive and extraordinary payments will be brought before the Board. Clarence Williams asked that Board Directors be advised of anything that isn't a normal routine bill. Kathy Moore stated that in future agendas, the wording of this item number should be changed to Approval rather than Authorization. A motion was made by Yvonne Denbina to approve payment of invoices for May and June as listed in the check detail report. The motion was seconded by Clarence Williams. The motion carried. (SEE ATTACHMENT #2)

2. **FIRST QUARTER BUDGET REVIEW**

Kathy Moore stated the OTSID 2015-2016 Budget is based on \$300,000, not \$362,000 and the budget should be changed to reflect that. Kathy Moore proposed the following:

- Move \$250 from the Surplus Fund line item into the Director Bonding line item. Leaving a balance of 37022.00 in the Surplus Fund.
- Move \$2,700 from the Surplus Fund to the Capital Outlay Expenditures line item. Leaving a balance of 34,322.00 in the Surplus Fund. This reflects the repair of the tractor as capital outlay, as it is an investment in capital.
- Move \$200 from the Museum Electricity line item into the line item Utilities: Museum/Electricity line item that is currently \$950. Leaving a total balance of \$1,150 in Utilities: Museum/Electricity line item.

A motion was made by Yvonne Denbina to eliminate the excess line item for the museum electricity and move \$200 to the other museum electricity line item; approve the \$250 for director bonding and \$2,700 increase in capital outlay from the Surplus Fund, leaving a final balance of \$34,322.00 in the Surplus Fund. The motion was seconded by Clarence Williams. The motion unanimously carried. (SEE ATTACHMENT #3 and #4)

4. INVESTMENT OFFICER'S REPORT

Kathy Moore reported the interest increased in the District's Investment Account in TexPool. A motion was made by Yvonne Denbina motion to accept the Investment Officer's Report. The motion was seconded by Clarence Williams. The motion unanimously carried. Pam Golden reported that a letter verifying Kathy Moore's completion of training for Financial Director was submitted to the Texas Ethics Commission. (SEE ATTACHMENTS #5 and #6)

5. CONSIDER/DISCUSS RULES REGARDING MEETING PROCEDURES

Clarence Williams stated the Resolution On Meeting Procedures, adopted by OTSID in August 2003, should be updated to the Board's current standards of meetings. In the 2003

Resolution, a discussion couldn't be held until a motion and second were given. Clarence Williams recommended updating this Resolution and accepting the revised version he presented to the Board. The proposed Resolution would change the order to Introduction, Discussion, Call for Motion and a Second and Vote for each line item. Yvonne Denbina proposed that the Board discuss this draft line by line. The Board examined the Resolution proposed and discussed the other changes. Pam Golden recommended that the proposed document be reviewed by legal counsel as all prior resolutions have had legal review. A motion was made by Yvonne Denbina to send the Resolution to the District's legal counsel for review and required a two week response. The motion was seconded by Ron Krueger. The motion carried.

6. CONSIDER/DISCUSS START DATE OF ELECTRICAL REPAIR IN PRESERVATION PARK

Pam Golden asked for an update from Clarence Williams, project manager for the electrical repairs in Preservation Park. Clarence Williams reported that due to weather and recent flooding, Charlie D Electric has been busier than usual. Clarence Williams stated that there is no urgency for the work to be completed at this time. Charlie D Electric may be available by the first week of July. Kathy Moore asked how long it would take to complete after it is started. Clarence Williams stated that it is dependent upon Reliant Energy's schedule for reconnecting electrical service. Report of information, no motion required.

7. CONSIDER/DISCUSS RETURNING TO THE ORIGINAL CONCEPT THAT OTSID TAKES THE FIXED EXPENSES OF OPERATING OLD TOWN SPRING, PRESERVATION PARK, AND THE DISTRICT AWAY FROM THE SPRING PRESERVATION LEAGUE (SPL), TO ALLOW SPL TO FOCUS ON ADVERTISING AND PROMOTION

Clarence Williams presented the original Legislation creating the District and stated its original intent was to absorb all expenses around town, including Preservation Park and the Museum. The Spring Preservation League (SPL) currently pays the lease for Preservation Park. SPL took over the lease from OTSID in 2012. A motion was made by Clarence Williams that 20% of the gross monthly income of the District be dedicated to Preservation Park. The motion was seconded by Kathy Moore. The lease on the Park will increase next month to \$2,300. Clarence Williams stated that all of the buildings in the Park, except for the SPL trailer, belong to the District. Pam Golden informed the Board that any request from a collaborative partner should come in writing. Kathy Moore withdrew her second upon this consideration. Yvonne Denbina would like to see discussion continue before any voting occurs. A motion was made by Yvonne Denbina to refer this to a committee to do research for further consideration. The motion was seconded by Kathy Moore. Clarence William abstained from voting. The motion carried.

8. CONSIDER/DISCUSS RENTING THE CORNER OF SPRING SCHOOL ROAD AND PRESTON FOR A PARK AND MOVING THE PRESTON RESTROOM OFF THE STREET.

Clarence Williams stated that this item was placed on the agenda per previous discussion about the upkeep and state of the corner of Spring School Road and Preston St across

from Wool Bakery. Pam Golden asked if Clarence Williams if he had an estimate of rental costs. Kathy Moore made a motion to ask Don Bayer about the availability and potential cost of renting the lot. The motion was seconded by Yvonne Denbina. The motion carried.

9. CONSIDER/DISCUSS ESTABLISHING A MONTHLY STREET MARKET SPONSORED BY OTSID AND THE HNWCC

Clarence Williams stated this is concept that has been discussed in the past. He proposed that the Board discuss the possibility of Gentry/Midway being closed on the third weekend of each month to make it a pedestrian walkway. It works very well in other towns and can be attractive and inviting. Starting it on a limited monthly basis would ease the town into it. The costs would be for obtaining street closure permits. Merchants would not lose space to outside vendors. Kathy Moore suggested that it could be more of a sidewalk sale. One organization could buy picnic tables for the town. Pam Golden said it would take some time to collaborate with businesses, restaurants and the County. Ron Krueger stated that he could see it working best in the spring or the fall due to weather. Kathy Moore stated that street closures could be done during the off months when festivals are not held. Yvonne Denbina made a motion that the Board consider the establishment of a monthly street market and form a committee to structure and present it to collaborative partners for cooperation and assistance. The motion was seconded by Clarence Williams. The motion carried.

10. CONSIDER/DISCUSS PARTNERING WITH THE SPRING HISTORICAL SOCIETY TO MOVE THE VISITOR'S CENTER TO THE SPRING HISTORICAL MUSEUM

Clarence Williams stated the Spring Historical Museum has had problems with flooding and groundwater drainage. The exterior is in need of paint and repair. Clarence Williams proposed moving the Visitors Bureau to the Spring Historical Museum. Pam Golden asked if he had spoken to the Spring Historical Society. Clarence Williams stated that an official discussion has not been held. Yvonne Denbina asked where in the Museum the Visitors Bureau would go. Pam Golden stated that the Museum has expanded into the former Spring Preservation League office limiting the allowable space. A motion was made by Clarence Williams to refer it to a committee to do a feasibility study about partnering with the Spring Historical Society. The motion was seconded by Kathy Moore. The motion carried.

11. CONSIDER/DISCUSS BUILDING A MODERN RESTROOM ADDITION TO THE EAST END OF THE SPRING HISTORICAL MUSEUM

Clarence Williams stated the District maintains a restroom in the Museum parking lot and it unsightly. He proposed that a modern restroom be constructed at the east end of the Museum. Kathy Moore stated that the restroom in the field is in more need of repair. Ron Krueger asked if the Museum restroom is something that the County can consider helping rebuild since it is on County property. A motion was made by Kathy Moore to send the discussion to a committee for further research. The motion was seconded by Yvonne Denbina. The motion carried.

12. CONSIDER/DISCUSS PLACEMENT OF AN AD IN THE HOUSTON NORTHWEST CHAMBER OF COMMERCE STREET MAP AND RESOURCE GUIDE

Pam Golden reported receipt of inquiry regarding ad placement in the Houston Northwest Chamber of Commerce Street Map and Resource Guide. A previous ad has been in the Guide. She reviewed and passed out the size and pricing available for purchase. Barbara Thomason was in attendance at the Board meeting and offered her an opportunity to elaborate on the Guide. Barbara Thomason reported the Chamber distributes over 7,000 of these guides. She stated the Chamber will be producing their local Directory and would encourage an ad placement there if funds allowed. Kathy Moore asked about the fee schedule and Barbara Thomason stated that it's an annual fee. A motion was made by Kathy Moore to purchase a highlighted ad for \$449.00 from the advertising budget line item. The motion was seconded by Ron Krueger. The motion carried.

13. CONSIDER/DISCUSS LEGAL SERVICES BY ROBIN BOBBITT WITH RADCLIFFE, BOBBITT, ADAMS, AND POLLEY PLLC

Robin Bobbitt, from the Law Firm of Radcliffe, Bobbitt, Adams and Polley was introduced to the Board. She presented a proposal document sent to the Board in March. She noted their firm specializes in utility districts, MUDs and special purpose districts like ours. Their largest client is Harris County Regional Water Authority. She highlighted her resume and experience with small governmental entities. She specializes in helping Boards collaborate among Board Directors and outside groups. She discussed their rates and referenced the proposal document. Pam Golden asked if the Firm handled District elections. Ms. Bobbitt stated yes, and the Firm has a partner who specializes in elections year round. She noted, members of the Firm also attend annual elections training in Austin. Robin Bobbitt encouraged the District to seek out possible grants for which they may be qualified. She stated that the Firm holds workshops on how to run boards, work under the Open Meetings and Information Act. She advised the Board that election work needs to begin as early as August for a January election. Pam Golden stated that a decision on engaging with Radcliffe, Bobbitt, Adams and Polley will be made at a future meeting. Ms. Bobbitt advised the Board on engagement rules and stated that their Firm could be hired just to handle elections. No action taken.

14. CONSIDER/DISCUSS APPROVAL OF AN OFFICE FAX LINE

Pam Golden reported two years ago the District cancelled the office fax line with AT&T. There has been an increased need noted for a fax line. Clarence Williams stated an Internet fax line would be cheaper and recommends Ring Central. A motion was made by Kathy Moore for Elisabeth Meehan to investigate Ring Central as a fax option. The motion was seconded by Clarence Williams. The motion carried.

15. CONSIDER/DISCUSS WELLS FARGO SAFETY DEPOSIT BOX RENTAL

Kathy Moore reported she was unable to investigate the safety deposit box prior to the meeting. She asked if the District should still maintain the offsite box. A motion was made by Kathy Moore to table this discussion until the July meeting, allowing the contents to be reviewed. The motion was seconded by Clarence Williams. The motion carried.

16. CONSIDER/DISCUSS AUTHORIZED TRAVEL FOR DIRECTORS AND STAFF TO THE TEXAS ASSOCIATION OF CONVENTION AND VISITOR BUREAUS CONFERENCE HELD IN THE WOODLANDS, TX, AUGUST 3-6, 2015

Pam Golden reported that the cost is \$480 for the early bird fee, plus mileage expense. A motion was made by Kathy Moore to approve the expenses for Elisabeth Meehan to attend the conference. The motion was seconded by Clarence Williams. The motion carried.

17. CONSIDER/DISCUSS CALL FOR ACTION; BOARD OF DIRECTORS TRAINING PROVIDED BY HARRIS COUNTY LEGAL DEPARTMENT

Pam Golden reported a discussion held with David Riddle, with the Harris County Commissioner's Office. He informed her of a speaker's bureau that offers Board training. It is her suggestion the Board accept this training offered at no cost. Kathy Moore made a motion for this call to action. The motion was seconded by Clarence Williams. The motion carried.

18. PUBLIC COMMENTS

Barbara Thomason informed the Board that Precinct 4 is entertaining a bond election in 2016 and recommended the OTSID Board send a proposal to the Commissioner that could be included in the bond. The timing is good to make desires known to the County Commissioner. She stated that a recently passed bill allows people to designate funds for nonprofit development through water bills, such as their nonprofit, "Grow Northwest," as an example of items that can be used for the bond proposal for economic development in Old Town Spring.

19. ANNOUNCEMENTS: VISITOR'S BUREAU OPEN HOUSE JUNE 11, 2015 FROM 4:00-6:00 PM

Pam Golden announced the upcoming event held at the District office.

20. CONSIDER/DISCUSS MATTERS FOR POSSIBLE PLACEMENT ON FUTURE AGENDA

No items placed.

21. CALENDAR UPDATE, MONTHLY BOARD OF DIRECTORS MEETING, JULY 13, 2015 AT 5:00 PM

22. CONSIDER ADJOURNMENT

A motion was made by Yvonne Denbina to adjourn. Kathy Moore seconded said motion, which unanimously carried. The Board adjourned the meeting at 7:46 pm.

(SEAL)

Yvonne Denbina, Secretary

Kathy Moore, Financial Officer

Prepared by Elisabeth Meehan
OTSID Office Administrator

ATTACHMENTS:

1. Bookkeeper's Report
2. Check Detail
3. Budget Overview 2015-216
4. Budget Vs. Actual 2015-2016
5. Investment Officer's Report
6. Letter to Texas Ethics Commission