

**ANN ARBOR DOWNTOWN DEVELOPMENT AUTHORITY
MEETING MINUTES
Wednesday, January 10, 2024**

Place: DDA Office, 150 S. Fifth Ave., Suite 301, Ann Arbor, MI 48104

Time: 12:00 pm

ROLL CALL

Present: Micah Bartelme, Steven Brummer, Alexandra Dieck, Angela Jackson, Tyler Kinley, Mike Michelon, Thressa Nichols, Danielle Vaughn

Absent: Milton Dohoney, Darren McKinnon

Staff: Maura Thomson, Interim Executive Director/Communications Manager
Sara McCallum, Deputy Director/Accounting Director
Jada Hahlbrock, Parking Manager
Amber Miller, Capital Projects and Planning Manager
Kelley Graves, Office Manager/Board Secretary
Shelby Mistor, Planning Specialist
Hayett Chater, Accounts Payable/Procurement Specialist
Sandra Andrade, Program Specialist

Public: Members of the Public were in attendance

APPROVAL OF BOARD MEETING AGENDA

Mr. Brummer moved and Mr. Michelon seconded the motion to approve the board meeting agenda.

A vote on the motion showed:

Ayes: Bartelme, Brummer, Dieck, Jackson, Kinley, Michelon, Nichols, Vaughn

Nays: None

Absent: Dohoney, McKinnon

The motion was approved.

PUBLIC COMMENT

Mr. Alan Haber commented on the Center of the City.

REPORTS FROM CITY BOARDS AND COMMISSIONS

Ms. Thomson reported that she gave a presentation at last night's Downtown Area Citizens Advisory Council meeting on the proposed parking rate changes and the group discussed the proposed Sports Illustrated development.

EXECUTIVE DIRECTOR REPORT

The State Street project received two awards—2023 Project of the Year from our region of the Michigan Chapter of the American Public Works Association and an award from the Michigan Concrete Association in the Paving – Downtown Streets/Special Innovation category.

The DDA's migration to City IT took place this week. The DDA will begin using Legistar for all meeting agendas and minutes in February.

DDA MEMBERS COMMUNICATION

None.

CONSENT AGENDA

Mr. Brummer moved and Mr. Michelin seconded the motion to approve the items on the consent agenda including the December Board and Executive Committee meeting minutes and the following resolution:

RESOLUTION TO APPROVE EXPENDITURES

Whereas, The Michigan Uniform Accounting Manual requires that governing bodies of local governments approve the payment of bills;

Whereas, PA57 provides that all expense items of the authority shall be publicized monthly;

Whereas, the DDA Board has reviewed the itemized expense registers for the months of September, October, and November of 2023;

RESOLVED, That the DDA Board approves the following expenditures and authorizes DDA staff to publish the associated itemized expense registers on the DDA’s website, as required by statute:

Month	Amount
September 2023	1,341,263.28
October 2023	3,744,609.56
November 2023	1,396,596.76
Total	\$6,482,469,60

A vote on the motion to approve the consent agenda items showed:

Ayes: Bartelme, Brummer, Dieck, Jackson, Kinley, Michelin, Nichols, Vaughn

Nays: None

Absent: Dohoney, McKinnon

The motion was approved.

SPECIAL BUSINESS/REPORTS

The Rehmann auditors, Daniel Clark and Dan Merritt, gave a presentation on the DDA’s Fiscal Year 2023 audit of its financial statements. The DDA’s audit was clean. Mr. Clark and Mr. Merritt stated there was a high integrity of record keeping and controls. The Board thanked staff for their work on the audit.

Mr. Bartelme moved and Ms. Nichols seconded the following resolution:

**RESOLUTION TO ACCEPT THE DDA'S AUDITED FINANCIAL STATEMENTS
FOR FISCAL YEAR 2023**

Whereas, The Uniform Budgeting and Accounting Act, Public Act 2 of 1968 requires that the financial records of local units be audited annually;

Whereas, The City of Ann Arbor contracted with the auditing firm of Rehmann to perform an independent audit of the City's financial records for the fiscal year ending June 30, 2023, and that contract included a provision for the audit of the DDA's financial records;

Whereas, Rehmann performed the audit according to Government Auditing Standards;

Whereas, Rehmann gave the DDA's financial statements an unmodified opinion;

Whereas, Rehmann assessed management's accounting estimates and deemed them reasonable;

Whereas, Rehmann reported that no difficulties were encountered during the audit;

Whereas, Rehmann noted the presence of no material weaknesses, significant deficiencies, or other matters of concern;

RESOLVED, The Ann Arbor Downtown Development Authority Board accepts the Independent Auditor's Report and the Audited Financial Statements presented by Rehman CPAs for the Fiscal Year ending June 30, 2023.

A vote on the resolution showed:

Ayes: Bartelme, Brummer, Dieck, Jackson, Kinley, Michelon, Nichols, Vaughn

Nays: None

Absent: Dohoney, McKinnon

The resolution passed.

NEW BUSINESS

None.

UNFINISHED BUSINESS

Mr. Bartelme reminded everyone of the public hearing on the proposed parking rate changes scheduled for Wednesday, February 7th at Noon at the DDA office.

COMMUNICATIONS

Public Correspondence for the Board and the monthly Staff Report were included in the Board packet.

PUBLIC COMMENT

None.

ADJOURNMENT

Mr. Brummer moved and Ms. Nichols seconded the motion to adjourn.

A vote on the motion showed:

Ayes: Bartelme, Brummer, Dieck, Jackson, Kinley, Michelon, Nichols, Vaughn

Nays: None

Absent: Dohoney, McKinnon

The motion was approved.

The meeting was adjourned at 12:35 pm.

Respectively submitted by:

Kelley A. Graves

Board Secretary

STAFF DRAFT

ANN ARBOR DOWNTOWN DEVELOPMENT AUTHORITY
Executive Committee Meeting
Wednesday, January 10, 2024

Place: 150 S. Fifth Ave., Suite 301, Ann Arbor, MI 48104
Time: 11:30 am
Present: Micah Bartelme, Steven Brummer, Kelley Graves, Tyler Kinley,
Mike Michelin, Maura Thomson

The Committee reviewed the board meeting agenda.

Mr. Bartelme reported the Executive Director employment agreement for Ms. Thomson is being reviewed by the City's attorneys.

There being no other business, the meeting adjourned at 11:45 am.

Respectfully submitted by,
Kelley A. Graves, Board Secretary

STAFF DRAFT

**Ann Arbor Downtown Development Authority
Special Board Meeting Minutes
Wednesday, January 17, 2024**

Place: DDA Office, 150 S. Fifth Ave., Suite 301, Ann Arbor, MI 48104
Time: 11:00 am

ROLL CALL

Present: Micah Bartelme, Alexandra Dieck, Milton Dohoney, Tyler Kinley, Angela Jackson, Mike Michelin

Absent: Steven Brummer, Darren McKinnon, Thressa Nichols, Danielle Vaughn

Staff: Maura Thomson, Interim Executive Director/Communications Manager
Sara McCallum, Deputy Director/Accounting Director
Jada Hahlbrock, Parking Manager
Amber Miller, Capital Projects and Planning Manager
Kelley Graves, Office Manager/Board Secretary
Shelby Mistor, Planning Specialist
Sandra Andrade, Program Specialist

Public: No members of the Public were present

APPROVAL OF BOARD MEETING AGENDA

Ms. Dieck moved and Mr. Dohoney seconded the motion to approve the special board meeting agenda.

A vote on the motion showed:

Ayes: Bartelme, Dieck, Dohoney, Jackson, Kinley, Michelin

Nays: None

Absent: Brummer, McKinnon, Nichols, Vaughn

The motion was approved.

Mr. Bartelme moved and Mr. Michelin seconded the following resolution:

RESOLUTION TO HIRE MAURA THOMSON AS DDA EXECUTIVE DIRECTOR

Whereas, Public Act 57 of 2018 The Recodified Tax Increment Financing Act (PA57) authorizes the DDA Board to hire and fix the compensation of an executive director subject to the approval of the governing body of the municipality;

Whereas, PA57 also stipulates that the director shall serve at the pleasure of the Board, and shall be the chief executive officer of the Authority;

Whereas, The DDA Board did very recently engage in a lengthy and thorough national search for an executive director utilizing a search firm to assist in that process;

Whereas, The DDA Board strove to ensure that all appropriate steps were taken to identify the needs of the organization, its partners, and the community in developing a job description and marketing materials for the position which were posted on national job boards and marketed through key professional organizations over the course of two separate search rounds;

Whereas, The DDA Board did create a list of priorities for the new director to inform and direct their work during their first months in office and did also vet, interview, and consider candidates for the position according to industry best practices, State statute, and the Open Meetings Act;

Whereas, The DDA Board is confident that all reasonable principles of due diligence and transparency were met during that process;

Whereas, Maura Thomson served as interim executive director for 12 months in 2021, and has also served as executive director since the previous executive director's position terminated on December 7, 2022, and during those 25 months Ms. Thomson has proven herself to be an effective and capable leader of the organization;

Whereas, The DDA staff unanimously supports Ms. Thomson as executive director;

Whereas, The DDA Board finds that upon consideration of Ms. Thomson's skills, qualifications, and trustworthiness have proven her value to the organization and the Ann Arbor community;

Whereas, The DDA Board has confidence that due to their recent efforts, this step is in keeping with appropriate protocols and principles of due diligence as well as the authority vested in them by statute;

Whereas, The DDA Board did approve the Resolution to Authorize an Offer of Employment to Maura Thomson as Executive Director on November 1, 2023, and did therein authorize its Chair, Micah Bartelme, to negotiate terms of an employment agreement with Ms. Thomson;

Whereas, Terms of employment were agreed on by the parties and formalized in the Employment Agreement Between the Ann Arbor DDA and Maura Thomson;

Whereas, the terms of employment include participation in City benefit programs provided to Non-Union employees, under the terms and agreements of such individual plans, and an annual base salary of \$150,000;

Whereas, the employment agreement has been reviewed by both DDA Legal Counsel and City Legal;

RESOLVED, That the DDA Board approves the Resolution to Hire Maura Thomson as DDA Executive Director contingent on staff's receipt of satisfactory results of any employment screenings required and completed by the City of Ann Arbor HR Department according to their standard policies and processes;

RESOLVED, That the DDA Board approves the terms of the employment agreement as presented;

RESOLVED, That the DDA Board authorizes staff to put this action forward to the Ann Arbor City Council for their consideration as required by Michigan Public Act 57 of 2018;

RESOLVED, That Maura Thomson's employment as DDA Executive Director shall commence the day following the approval of City Council.

A vote on the resolution showed:

Ayes: Bartelme, Dieck, Dohoney, Jackson, Kinley, Michelin

Nays: None

Absent: Brummer, McKinnon, Nichols, Vaughn

The resolution was approved.

PUBLIC COMMENT

None

ADJOURNMENT

Mr. Kinley moved and Mr. Dohoney seconded the motion to adjourn.

A vote on the motion showed:

Ayes: Bartelme, Dieck, Dohoney, Jackson, Kinley, Michelin

Nays: None

Absent: Brummer, McKinnon, Nichols, Vaughn

The motion was approved.

The meeting adjourned at 11:20 am.

STAFF DRAFT